

EXHIBIT D

Detailed Description of Fees, Expenses, and Disbursements

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116030
Client Matter: 58395-2

In the Matter of Adversary Proceeding & Contested Matters

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 42,561.00

Total legal services rendered

\$ 42,561.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Adversary Proceeding & Contested Matters

Invoice Number: 1050116030
 Matter Number: 58395-2

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	4.00	2,015.00	8,060.00
Devika M. Balaram	0.40	1,295.00	518.00
Ashton Dubey	1.30	1,185.00	1,540.50
Jeffrey Ross Goldfine	1.40	1,745.00	2,443.00
Maggie Houseknecht	0.50	1,445.00	722.50
Eric S. Kay	2.10	1,445.00	3,034.50
Michael David Lehavi	2.50	1,025.00	2,562.50
Melanie MacKay	0.40	1,695.00	678.00
Mark McKane, P.C.	8.00	2,265.00	18,120.00
Armando L. Prather	0.50	1,185.00	592.50
Samantha Tidwell	0.80	1,025.00	820.00
Matthew Calloway Walker	0.10	1,025.00	102.50
Amber L. Whipkey	2.60	1,295.00	3,367.00
TOTALS	24.60		\$ 42,561.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Adversary Proceeding & Contested Matters

Invoice Number: 1050116030
 Matter Number: 58395-2

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Mark McKane, P.C.	5.80	Review, analyze transcripts re contested hearings (2.3); review, analyze contested disclosure statement filings and transcripts (2.1); conference with Company, Ducera team, D. Hunter, K&E team and Alix team re contested hearing strategy (.3); prepare for same (.3); review, analyze key issues re same, take-private and valuation (.8).
02/18/25	Matthew Calloway Walker	0.10	Correspond with B. Arnault re ongoing contested matters.
02/18/25	Amber L. Whipkey	2.60	Review, analyze case materials re discovery strategy (1.9); draft summary re same (.7).
02/19/25	Melanie MacKay	0.30	Conference with S. Henry, K&E team re contested matter case strategy.
02/19/25	Melanie MacKay	0.10	Review, analyze proposed scheduling order.
02/20/25	Eric S. Kay	2.10	Review, analyze case background materials re contested bankruptcy matters (1.6); review, analyze issues re same (.5).
02/20/25	Michael David Lehavi	1.00	Review and analyze background material re contested bankruptcy matters (.6); draft summary re same (.4).
02/21/25	Ashton Dubey	1.30	Review and analyze contested matters background documents (.9); review, analyze issues re same (.4).
02/21/25	Michael David Lehavi	1.50	Review and analyze background material re contested pleadings.
02/21/25	Mark McKane, P.C.	1.30	Prepare for conference with J. Goldfine, K&E team re appeal (.2); conference with Ducera team re same (.5); conference with J. Goldfine, K&E team re strategy re same (.6).
02/21/25	Samantha Tidwell	0.80	Review, analyze contested pleadings, related materials.
02/22/25	Bill Arnault, P.C.	2.10	Telephone conference with J. Goldfine, K&E team, Company advisors re appeals strategy (.5); review, analyze appellate information (.8); review, analyze contested pleadings re same (.8).
02/22/25	Jeffrey Ross Goldfine	0.20	Telephone conference with H. Huang re contested franchisee issue.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Adversary Proceeding & Contested Matters

Invoice Number: 1050116030
 Matter Number: 58395-2

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/23/25	Bill Arnault, P.C.	1.90	Review, revise appellate letter brief to district court (1.0); review, analyze motion to expedite filings (.9).
02/24/25	Jeffrey Ross Goldfine	0.40	Review and analyze letter to district court re appeal.
02/24/25	Mark McKane, P.C.	0.40	Review, revise Appellees' letter brief to district court re latest bankruptcy court developments.
02/25/25	Maggie Houseknecht	0.50	Draft timeline of key contested events re bankruptcy filing.
02/25/25	Mark McKane, P.C.	0.50	Review, analyze draft letter brief to district court re appeals.
02/26/25	Jeffrey Ross Goldfine	0.80	Review and analyze franchisee correspondence re contested franchisee matter.
02/27/25	Armando L. Prather	0.50	Review, analyze background materials re contested bankruptcy matters.
02/28/25	Devika M. Balaram	0.40	Review, analyze key documents re appellate process.
Total		24.60	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: **Tiffany McMillan-McWaters**

Invoice Number: 1050116031
Client Matter: 58395-3

In the Matter of Corporate, Securities, and Gov. Matters

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 136,081.00

Total legal services rendered

\$ 136,081.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050116031
Matter Number: 58395-3

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	2.90	1,065.00	3,088.50
Brooke K. Brimo	4.40	1,065.00	4,686.00
Caroline Buthe	19.20	880.00	16,896.00
Jacqueline Cloutier	13.90	1,375.00	19,112.50
James B. Dickson	2.30	1,815.00	4,174.50
Rachel Golden	3.00	1,195.00	3,585.00
Derek I. Hunter	5.50	1,735.00	9,542.50
Joshua Korff, P.C.	0.30	2,465.00	739.50
Maddison Levine	9.10	1,465.00	13,331.50
Drew Maliniak	10.60	1,725.00	18,285.00
Dominick Vito Manetta	6.60	880.00	5,808.00
Brian Messing	1.00	1,065.00	1,065.00
Brian Nakhaimousa	9.40	1,465.00	13,771.00
Sarah Osborne	2.00	1,065.00	2,130.00
Thomas Prommer	1.60	1,815.00	2,904.00
Michael A. Sloman	0.40	1,375.00	550.00
Josh Sussberg, P.C.	1.10	2,595.00	2,854.50
Michael Leonard Urschel, P.C.	5.50	2,465.00	13,557.50
TOTALS	98.80		\$ 136,081.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050116031
Matter Number: 58395-3

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Caroline Buthe	3.10	Draft, revise organizational chart.
02/14/25	Brian Nakhaimousa	0.80	Correspond with C. Buthe re organizational structure chart.
02/15/25	Caroline Buthe	0.60	Draft, revise organizational chart.
02/15/25	Maddison Levine	2.30	Review, analyze director resolutions (.5); correspond with D. Hunter, K&E team re same, delegated authority (.4); draft summary re proposed revisions re same (.4); analyze, revise organizational chart (.5); correspond with C. Buthe re same (.3); review, analyze D&O slate re same (.2).
02/15/25	Dominick Vito Manetta	2.60	Draft board resolutions re conflicts committee.
02/15/25	Brian Nakhaimousa	1.00	Review lender NDAs (.5); correspond with D. Manetta re conflicts committee resolutions (.5).
02/16/25	Caroline Buthe	5.50	Draft, revise organizational chart (3.9); correspond with M. Levine, K&E team re same (.2); telephone conference with B. Nakhaimousa re same (.2); telephone conference with M. Levine re same (.1); correspond with S. Rolnik, K&E team re same (.1); correspond with YC team re same (.2); correspond with D. Hunter re same (.1); correspond with document services re same (.2); research re same (.5).
02/16/25	James B. Dickson	2.30	Review, analyze, revise organizational chart.
02/16/25	Rachel Golden	0.40	Correspond with M. Levine, B. Nakhaimousa re intercreditor agreements (.3); correspond with Alix team re same (.1).
02/16/25	Maddison Levine	1.70	Review, revise organizational chart (.4); correspond with C. Buthe re same (.2); review, analyze debt documents re same (.4); review, analyze director resolutions (.4); correspond with D. Hunter, K&E team re same (.3).
02/16/25	Dominick Vito Manetta	3.20	Draft, revise board resolutions board resolutions re conflicts committee.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050116031
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/16/25	Brian Nakhaimousa	3.60	Correspond with M. Levine re D&O slate (.1); review, comment on organizational structure chart (1.5); correspond with C. Buthe re same (.3); review, revise conflicts committee resolutions (1.2); correspond with D. Manetta re same (.2); correspond with Akin re conflicts committee resolutions (.1); correspond with S. Osborne re SEC matters (.2).
02/16/25	Thomas Prommer	1.00	Telephone conference with Company and 1L advisor re securities laws matters.
02/16/25	Michael Leonard Urschel, P.C.	0.50	Review, analyze documents re securities laws matters.
02/17/25	Brooke K. Brimo	4.40	Review, analyze debt documents (3.9); draft summary re same (.5).
02/17/25	Caroline Buthe	2.70	Revise organizational chart (2.4); correspond with B. Nakhaimousa re same (.1); correspond with YC team re same (.1); correspond with document services re same (.1).
02/17/25	Caroline Buthe	2.50	Draft presentation re upcoming board meeting (2.3); correspond with S. Osborne re same (.1); correspond with R. Golden re same (.1).
02/17/25	Rachel Golden	1.50	Review, revise Board presentation (1.3); correspond with S. Osborne, C. Buthe re same (.2).
02/17/25	Dominick Vito Manetta	0.80	Draft, revise Company board resolutions.
02/17/25	Brian Nakhaimousa	0.40	Correspond with D. Manetta re Conflicts Committee resolutions.
02/17/25	Sarah Osborne	0.90	Draft presentation for board management re case updates.
02/17/25	Michael Leonard Urschel, P.C.	3.50	Telephone conference with 1L advisors re securities law matters (1.0); review, analyze background materials re same (2.5).
02/18/25	Rachel Golden	1.10	Review, revise Board presentations (.9); correspond with M. Levine, K&E team re same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050116031
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Derek I. Hunter	4.50	Telephone conference with J. Sussberg, K&E team, Company, Winston Strawn re BR Audit Committee request (1.5); attend board meeting with J. Sussberg, K&E team, Company, Ducera team, Alix team (1.0); review, analyze board presentation re same (2.0).
02/18/25	Maddison Levine	2.30	Attend board telephone conference (.3); draft notes re same (.2); attend board telephone conference (.4); review, revise materials re same (1.1); correspond with S. Osborne, K&E team re same (.3).
02/18/25	Brian Nakhaimousa	0.70	Attend board meeting (.3); attend board meeting (.4).
02/18/25	Sarah Osborne	1.10	Draft board presentation re case updates, disclosure statement hearing.
02/18/25	Josh Sussberg, P.C.	0.90	Telephone conference with director re board meeting (.1); attend board meeting (.4); attend board meeting (.4).
02/19/25	Michael Leonard Urschel, P.C.	0.50	Review, analyze documents re securities matters.
02/20/25	Caroline Buthe	1.00	Review, revise organizational chart.
02/20/25	Jacqueline Cloutier	2.90	Telephone conference with D. Maliniak, B. Nakhaimousa and M. Levine re cleansing (.5); telephone conference with D. Maliniak re cleansing procedures (.4); review, analyze materials proposed to be cleansed (2.0).
02/20/25	Maddison Levine	0.90	Telephone conference with D. Maliniak, B. Nakhaimousa, J. Cloutier, K&E team re cleansing (.5); review, analyze cleansing materials, issues re same (.4).
02/20/25	Drew Maliniak	2.40	Review, analyze documents re cleansing (.7); telephone conference with J. Cloutier, M. Levine and K&E team re cleansing process (.5); telephone conference with Ducera team re same (.8); correspond with D. Hunter re same (.4).
02/20/25	Brian Nakhaimousa	2.00	Conference with D. Maliniak, K&E team re cleansing matters (.5); correspond with D. Manetta, D. Maliniak, J. Cloutier, AlixPartners re lender NDAs, cleansing (.8); review same (.7).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050116031
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/20/25	Thomas Prommer	0.60	Telephone conference with Alix team re securities matters (.5); prepare for same (.1).
02/20/25	Michael Leonard Urschel, P.C.	0.50	Telephone conference with Alix team re securities matters.
02/21/25	Caroline Buthe	1.30	Review, revise organizational chart.
02/21/25	Jacqueline Cloutier	1.50	Review and analyze materials proposed to be cleansed (.9); correspond with Ducera team and Paul Hastings team re proposed cleansing (.6).
02/21/25	Drew Maliniak	2.50	Review, analyze documents re cleansing (1.3); correspond with J. Cloutier and M. Levine re same (1.2).
02/21/25	Brian Nakhaimousa	0.20	Correspond with D. Maliniak, J. Cloutier re cleansing matters (.1); review lender NDAs (.1).
02/21/25	Michael Leonard Urschel, P.C.	0.50	Telephone conference with 1L advisors re securities law matters.
02/22/25	Caroline Buthe	0.10	Correspond with M. Levine re organizational chart.
02/23/25	Jacqueline Cloutier	0.40	Telephone conference with D. Maliniak, K&E team, Paul Hastings team re cleansing process.
02/23/25	Derek I. Hunter	1.00	Telephone conference with M. Levine, K&E team, Paul Hastings re cleansing process (.5); prepare for same (.5).
02/23/25	Maddison Levine	0.50	Telephone conference with PH team, D. Maliniak, K&E team re cleansing.
02/23/25	Drew Maliniak	0.50	Telephone conference re cleansing process with J. Cloutier, Paul Hastings team.
02/24/25	Michael Beauchamp	2.90	Draft board minutes for board meetings (2.1); review, analyze materials re same (.6); correspond with M. Levine, B. Nakhaimousa re same (.2).
02/24/25	Caroline Buthe	1.80	Review, analyze documents re cleansing issues (.6); draft cleansing disclaimer (.7); telephone conference with D. Maliniak, Paul Hastings team re cleansing (.5).
02/24/25	Jacqueline Cloutier	1.80	Review, analyze documents re cleansing issues (.6); draft cleansing disclaimer (.7); telephone conference with D. Maliniak, Paul Hastings team re cleansing (.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050116031
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Drew Maliniak	0.70	Telephone conference re potential cleansing with Paul Hastings team and J. Cloutier (.5); prepare for same (.2).
02/24/25	Brian Nakhaimousa	0.30	Correspond with Akin, K&E team re Board resolutions re conflicts committee.
02/25/25	Jacqueline Cloutier	0.70	Review, revise cleansing disclaimer.
02/25/25	Drew Maliniak	0.20	Review, analyze cleansing disclaimer.
02/26/25	Caroline Buthe	0.30	Correspond with D. Hunter re organizational chart (.1); correspond with C. Leodis, K&E team re same (.1); correspond with B. Nakhaimousa, M. Levine re same (.1).
02/26/25	Jacqueline Cloutier	3.60	Telephone conference with the Company re cleansing (.7); review and, analyze cleansing materials re cleansing issues (1.9); review and revise cleansing disclaimer (.5); correspond with Paul Hastings team re cleansing materials (.5).
02/26/25	Joshua Korff, P.C.	0.30	Correspond with D. Maliniak re cleansing process and material non-public information.
02/26/25	Maddison Levine	1.10	Telephone conference with D. Maliniak, K&E team, PH team re cleansing issues (.5); review, analyze cleansing materials re same (.3); review, analyze organizational chart (.2); correspond with C. Buthe re same (.1).
02/26/25	Drew Maliniak	2.40	Review, analyze cleansing materials (1.0); telephone conference with the Company re cleansing process (.7); telephone conference with M. Levine, K&E team, Paul Hastings re same (.5); prepare for same (.2).
02/26/25	Brian Nakhaimousa	0.20	Correspond with M. Sloman, K&E team re cleansing matters.
02/26/25	Michael A. Sloman	0.40	Review, revise cleansing disclosure.
02/27/25	Jacqueline Cloutier	2.50	Telephone conference with D. Maliniak, Paul Hastings team re cleansing (.5); review and analyze materials re cleansing issues (1.0); correspond with Paul Hastings team re cleansing (.5); correspond with Company re same (.5).
02/27/25	Maddison Levine	0.30	Correspond with PH team re cleansing extension (.2); review, analyze NDA re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Corporate, Securities, and Gov. Matters

Invoice Number: 1050116031
Matter Number: 58395-3

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Drew Maliniak	1.20	Review, analyze documents re cleansing issues (.7); telephone conference with J. Cloutier, PH team re same (.5).
02/27/25	Brian Nakhaimousa	0.10	Correspond with C. Buthe re organizational structure chart.
02/28/25	Caroline Buthe	0.30	Review, analyze documents re cleansing issues.
02/28/25	Jacqueline Cloutier	0.50	Review and revise cleansing disclaimer (.2); telephone conference with D. Maliniak and Alix team re cleansing process (.3).
02/28/25	Drew Maliniak	0.70	Analyze documents re cleansing issues (.4); telephone conference with J. Cloutier, Alix team re same (.3).
02/28/25	Brian Messing	1.00	Research, analyze capital structure (.7); draft summary re same (.3).
02/28/25	Brian Nakhaimousa	0.10	Correspond with D. Maliniak, K&E team re cleansing matters.
02/28/25	Josh Sussberg, P.C.	0.20	Telephone conference with disinterested director re case status.
Total		98.80	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116032

Client Matter: 58395-4

In the Matter of Disclosure Statement/Plan/Confirmation

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 1,354,026.00

Total legal services rendered

\$ 1,354,026.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	9.10	2,015.00	18,336.50
Michael Beauchamp	45.70	1,065.00	48,670.50
Ziv Ben-Shahar	149.30	1,195.00	178,413.50
Jacob E. Black	37.40	1,375.00	51,425.00
Julia F. Burnson	0.90	685.00	616.50
Caroline Buthe	31.00	880.00	27,280.00
Aislinn Comiskey	15.50	880.00	13,640.00
James B. Dickson	0.50	1,815.00	907.50
Julia Fletcher	15.10	880.00	13,288.00
Rachel Golden	13.20	1,195.00	15,774.00
Susan D. Golden	0.50	1,795.00	897.50
Jeffrey Ross Goldfine	2.30	1,745.00	4,013.50
Nicole L. Greenblatt, P.C.	49.30	2,595.00	127,933.50
Grace Hartnett	0.60	1,025.00	615.00
Derek I. Hunter	67.90	1,735.00	117,806.50
Sarah Jones	16.80	880.00	14,784.00
Michael David Lehavi	0.50	1,025.00	512.50
Maddison Levine	69.10	1,465.00	101,231.50
Drew Maliniak	2.40	1,725.00	4,140.00
Dominick Vito Manetta	22.60	880.00	19,888.00
Mark McKane, P.C.	8.70	2,265.00	19,705.50
Brian Messing	16.80	1,065.00	17,892.00
Brian Nakhaimousa	90.30	1,465.00	132,289.50
Sarah Osborne	97.50	1,065.00	103,837.50
Thomas Prommer	1.10	1,815.00	1,996.50
Joshua Raphael	31.40	1,195.00	37,523.00
Gregory B. Sanford	2.50	1,745.00	4,362.50
Michael A. Sloman	12.40	1,375.00	17,050.00
Josh Sussberg, P.C.	28.10	2,595.00	72,919.50
Ishaan G. Thakran	17.30	1,065.00	18,424.50
Luz Tur-Sinai Gozal	4.20	880.00	3,696.00
Matthew Calloway Walker	3.50	1,025.00	3,587.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Quin Wetzel	76.60	1,065.00	81,579.00
Mary Catherine Young	66.10	1,195.00	78,989.50
TOTALS	1,006.20		\$ 1,354,026.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Michael Beauchamp	2.50	Review, analyze plan, Committee settlement terms, related litigation trust considerations (.9); draft summary re same (.5); review, analyze disclosure statement motion, related materials (.7); draft summary re same (.4).
02/14/25	Michael Beauchamp	0.60	Review, analyze motion to terminate exclusivity (.4); draft summary re same (.2).
02/14/25	Ziv Ben-Shahar	6.90	Analyze issues re objections to disclosure statement (2.8); review, analyze disclosure statement re same (2.5); review, analyze chapter 11 plan (1.6).
02/14/25	Aislinn Comiskey	2.30	Research re DS objections (1.8); draft summary re same (.4); correspond with M. Levine, K&E team re same (.1).
02/14/25	Derek I. Hunter	12.40	Conferences with M. Levine, K&E team, Company advisors re work in process, related disclosure statement and confirmation issues (1.5); correspond with M. Levine, K&E team, Company advisors re same (1.5); analyze and revise work product and summaries re same (2.9); conference with J. Sussberg, K&E team, lender advisors re same (.5); review, analyze disclosure statement objection (1.0); correspond with lender advisors, M. Levine, K&E team re disclosure statement approval issues, next steps (1.5); review, analyze open issues, plan, disclosure statement (1.7); correspond with B. Nakhaimousa, K&E team re privileged analyses (1.8).
02/14/25	Maddison Levine	3.60	Review, analyze plan, disclosure statement (2.1); correspond with B. Nakhaimousa, K&E team re revisions for same (1.1); correspond with B. Nakhaimousa, K&E team re disclosure statement hearing presentation (.4).
02/14/25	Dominick Vito Manetta	4.40	Research re plan, confirmation precedent (1.8); research re third party releases (1.2); review, analyze first day declaration re plan and disclosure statement (1.4).
02/14/25	Mark McKane, P.C.	0.80	Analyze most recently filed plan and disclosure statement revisions.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
 Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Brian Nakhaimousa	4.20	Conference with N. Greenblatt, K&E team re deal status, next steps, related strategy and tactics (.5); correspond with M. Levine re amended plan and disclosure statement (.2); review, analyze plan, disclosure statement and disclosure statement objections (3.5).
02/14/25	Sarah Osborne	7.10	Research re exclusivity (.4); review, analyze case filings re exclusivity (.6); summarize same (3.9); review, revise same (2.2).
02/14/25	Josh Sussberg, P.C.	0.90	Prepare for disclosure statement hearing and status conference.
02/14/25	Josh Sussberg, P.C.	0.10	Telephone conference with Akin team re confirmation issues.
02/14/25	Ishaan G. Thakran	0.50	Draft, review, revise disclosure statement objection summary.
02/14/25	Quin Wetzel	4.90	Research case law re disclosure statement issues (1.8); review, analyze U.S. Trustee objection to disclosure statement (1); draft arguments re same (1.7); correspond with M. Beauchamp, S. Osborne, M. Young, K&E team re same (.4).
02/14/25	Mary Catherine Young	8.00	Review, analyze disclosure statement issues (2.4); correspond with B. Nakhaimousa, M. Levine, K&E team re same (.9); conference with B. Nakhaimousa, M. Levine, K&E team re same (.6); review, analyze disclosure statement objections (1.4); review, analyze research summary re same (2.7).
02/15/25	Michael Beauchamp	4.60	Review, revise disclosure statement (.8); draft summary re litigation trusts re disclosure statement considerations (1.5); revise disclosure statement objection summary (1.4); review, analyze disclosure statement precedent (.3); correspond with M. Young, K&E team re same (.6).
02/15/25	Ziv Ben-Shahar	12.10	Review, revise disclosure statement order (3.8); further revise disclosure statement order re plan revisions (3.0); draft, review, revise ballots re same (2.6); correspond with M. Levine, Q. Wetzel, K&E team re disclosure statement order (1.3); analyze issues re disclosure statement exhibits (1.4).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Caroline Buthe	7.30	Draft, review, revise presentation re disclosure statement hearing (3.9); further review, revise same (3.0); telephone conference with M. Levine, K&E team re same (.2); correspond with M. Levine, K&E team re same (.2).
02/15/25	Aislinn Comiskey	3.30	Draft, review, revise presentation re disclosure statement (2.7); correspond with M. Levine, K&E team re same (.6).
02/15/25	Julia Fletcher	1.60	Draft presentation re disclosure statement hearing, status conference.
02/15/25	Derek I. Hunter	1.40	Review, analyze plan and disclosure statement (1.0); conferences with M. Levine, K&E team re same (.4).
02/15/25	Derek I. Hunter	4.00	Conference with Paul Hastings team re open issues, plan and related disclosure statement (1.0) correspond with Paul Hastings re same (.7); review, analyze plan, disclosure statement (1.1); correspond with M. Levine, K&E team re same (.5); conferences with B. Nakhaimousa, K&E team re same (.7).
02/15/25	Maddison Levine	7.60	Analyze, revise plan, disclosure statement (3.9); correspond with B. Nakhaimousa re issues re same (.6); correspond with J. Sussberg, K&E team re confirmation timeline (.4); draft summary re same (.3); draft outline re disclosure statement hearing presentation (.6); correspond with B. Nakhaimousa, K&E team re same (.3); review, analyze summary re valuation report, history re same (.4); correspond with A. Comiskey, K&E team re same (.2); review, analyze solicitation procedures (.6); correspond with Z. Ben-Shahar, K&E team re same (.3).
02/15/25	Drew Maliniak	1.90	Review and revise plan and disclosure statement re securities laws matters (1.5). correspond with M. Levine re same (.4).
02/15/25	Mark McKane, P.C.	0.90	Conference with M. Levine, K&E team re updating disclosure statement, governance, scheduling (.6); correspond with M. Levine, K&E team re disclosure statement order (.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Brian Nakhaimousa	9.80	Conference with N. Greenblatt, K&E team re deal status, next steps (.5); conference with J. Raphael re plan (.5); review, revise case summary (.4); review, analyze plan confirmation issues (.4); correspond with D. Manetta, K&E team re same (.1); correspond with A. Sexton re plan and disclosure statement (.5); correspond with Z. Ben-Shahar, K&E team re DS order and related exhibits (.5); review same (1.0); review, analyze precedent re plan confirmation issues (1.0); correspond with D. Hunter, K&E team re plan confirmation matters (.3); review, revise disclosure statement (1.2); correspond with M. Young, K&E team re same (.1); correspond with M. Levine, C. Buthe re disclosure statement hearing presentation (.5); review, revise same (1.1); review, revise confirmation hearing notice (.5); correspond with Q. Wetzel, K&E team re same (.1); review, comment on DS order ballots (1.0); correspond with Q. Wetzel, K&E team re same (.1).
02/15/25	Sarah Osborne	10.90	Research, analyze issues re exclusivity (1.8); draft summary re same (.4); draft, analyze summary re disclosure statement objections (2.7); draft disclosure statement hearing presentation (3.9); revise same (2.1).
02/15/25	Joshua Raphael	6.50	Analyze, revise plan (3.1); further revise plan (3.3); conference with B. Nakhaimousa, M. Levine re plan (.1).
02/15/25	Josh Sussberg, P.C.	1.60	Telephone conference with W&C re matter status (.2); telephone conference with independent director re status, next steps re disclosure statement hearing (.2); telephone conference with Akin re status (.2); telephone conference with PH team re status (.1); review, analyze background materials re same (.1); telephone conference with D. Hunter, K&E team re next steps re plan, disclosure statement (.5); correspond with N. Greenblatt, K&E team re lender discussions (.2); correspond with management re next steps re disclosure statement (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Ishaan G. Thakran	1.20	Review, revise summary re disclosure statement objections (.3); correspond with S. Osborne, K&E team re same (.2); research re opts (.5); correspond with M. Young, K&E team re same (.2).
02/15/25	Quin Wetzel	13.90	Review, analyze U.S. Trustee objection to disclosure statement (.9); revise objection summary re same (1.6); correspond with M. Young, K&E team re same (.3); review, revise disclosure statement order (3.4); review, analyze precedent re same (1.1); review, revise solicitation ballots (3.8); correspond with Z. Ben-Shahar, K&E team re same (.6); review, revise confirmation hearing notice (1.8); correspond with B. Nakhaimousa, K&E team re same (.4).
02/15/25	Mary Catherine Young	10.00	Review, revise disclosure statement (3.5); review, revise disclosure objection summary (1.5); review, revise disclosure statement hearing presentation (2.9); review, revise disclosure statement (2.1).
02/16/25	Michael Beauchamp	5.60	Review, analyze disclosure statement precedent (.6); revise summary re disclosure statement objections (1.8); correspond with I. Thakran, S. Osborne, K&E team re same (.6); review, revise disclosure statement (1.3); review, analyze disclosure statement, related materials re same (.8); correspond with M. Young, K&E team re same (.5).
02/16/25	Ziv Ben-Shahar	15.20	Review, revise disclosure statement order (3.0); review, analyze precedent re disclosure statement orders (.7); further review, revise disclosure statement order (1.2); revise confirmation schedule (1.8); review, revise ballots (3.1); correspond with Q. Wetzel, K&E team re same (.8); correspond with M. Levine, B. Nakhaimousa, K&E team re disclosure statement order (.7); review, revise disclosure statement hearing presentation insert (2.6); correspond with C. Buthe, K&E team re same (.1); further revise disclosure statement order (1.2).
02/16/25	Caroline Buthe	1.70	Review, revise disclosure statement.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
 Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/16/25	Caroline Buthe	2.80	Revise presentation re disclosure statement hearing (2.4); correspond with YC team re same (.2); correspond with M. Levine, K&E team re same (.2).
02/16/25	Aislinn Comiskey	0.10	Correspond with M. Levine, K&E team re liquidation analysis.
02/16/25	James B. Dickson	0.50	Review and comment on plan.
02/16/25	Julia Fletcher	1.60	Review and revise disclosure statement.
02/16/25	Julia Fletcher	0.90	Review and revise disclosure statement hearing presentation.
02/16/25	Nicole L. Greenblatt, P.C.	10.50	Review, revise disclosure statement, plan, related materials (3.9); correspond and conferences with Company, J. Sussberg, K&E team re same, settlement, next steps (3.1); review, analyze issues, pleadings, materials re same (2.1); prepare for disclosure statement hearing (1.4).
02/16/25	Derek I. Hunter	2.90	Analyze deal considerations and related issues (1.5); correspond with M. Levine, K&E team re plan and disclosure statement comments (1.1); conference with B. Nakhaimousa, K&E team re same (.3).
02/16/25	Derek I. Hunter	5.00	Conference with N. Greenblatt, K&E team, Company, Ducera, AlixPartners re work in process, deal status, next steps re disclosure statement hearing (1.0); correspond with J. Raphael, K&E team re plan, disclosure statement (.7); review, analyze documentation of same and comment on same (1.3); conferences with lender advisors re same (1.1); correspond with lender advisors re same (.9).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/16/25	Maddison Levine	10.70	Review, revise disclosure statement hearing presentation (1.4); correspond with B. Nakhaimousa, K&E team re same (.8); review, revise disclosure statement scheduling motion, order, related exhibits (2.3); correspond with Z. Ben-Shahar, K&E team re same (.6); review, analyze precedent re same (.5); review, revise plan, disclosure statement (2.9); correspond with J. Raphael, K&E team re same (.5); conferences with B. Nakhaimousa, J. Raphael re Plan (.6); review, analyze liquidation analysis (.4); correspond with N. Greenblatt, K&E team re same (.2); correspond with M. Young, K&E team re disclosure statement objection chart, next steps (.3); review, analyze intercreditor agreement re same (.2).
02/16/25	Dominick Vito Manetta	5.70	Review, revise disclosure statement hearing presentation insert (1.9); research re disclosure statement order precedent (.6); research re approved confirmation timelines (1.9); research re plan precedent (.2) review, revise disclosure statement (1.1).
02/16/25	Mark McKane, P.C.	0.90	Conference with Company, N. Greenblatt, K&E team, Ducera, AlixPartners re disclosure statement, deal status (.5); review proposed revised confirmation schedule (.3); correspond with D. Hunter, K&E team re same (.1).
02/16/25	Brian Nakhaimousa	8.80	Correspond with AlixPartners re liquidation analysis (.1); review liquidation analysis (2.2); correspond with M. Young re same (.1); correspond with J. Raphael re disclosure statement (.3); review, revise disclosure statement (1.3); correspond with M. Young, K&E team re same (.3); correspond with J. Raphael re plan (.5); correspond with Q. Wetzel, Z. Ben-Shahar re DS order (.2); review, comment on plan (3.2); correspond with J. Raphael, M. Levine re same (.2); correspond with D. Hunter re professional fee forecasts (.4).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/16/25	Sarah Osborne	13.90	Research, analyze precedent re disclosure statement considerations (2.1); revise disclosure statement re schedule and objections (3.6); review, analyze disclosure statement (3.7); correspond with M. Young, K&E team re same (.4); review, revise objection summary (3.0); review, revise disclosure statement hearing presentation (1.1).
02/16/25	Joshua Raphael	11.50	Revise, analyze plan (3); further revise, same (3.9); correspond with M. Levine, K&E team re same (1.2); revise plan re same (2.1); draft disclosure statement (1.0).
02/16/25	Michael A. Sloman	5.90	Review, analyze plan and disclosure statement (2.6); correspond with M. Levine, K&E team re same (.5); review, revise liquidation analysis (1.1); review, revise disclosure statement order (1.7).
02/16/25	Josh Sussberg, P.C.	0.50	Review, analyze issues re adequate protection and valuation.
02/16/25	Josh Sussberg, P.C.	5.30	Telephone conference with N. Greenblatt, K&E team, AlixPartners, Ducera, Company re deal status, case strategy, next steps (.8); telephone conference with Lazard team re same (.3); telephone conference with AlixPartners team re same (.2); telephone conference with independent director re status, next steps (.3); telephone conference with Lazard team, N. Greenblatt re same (.5); telephone conference with Pachulski re same (.5); telephone conference with Akin team re same (.2); prepare for status conference (1.0); review, analyze intercreditor agreement (.3); telephone conference with M. McKane, K&E team re status conference (.4); telephone conferences with Company re same (.8).
02/16/25	Ishaan G. Thakran	4.30	Review, revise draft disclosure statement (3.5); correspond with M. Young, K&E team re same (.3); research re same (.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/16/25	Quin Wetzel	13.70	Review, revise disclosure statement order (3.2); correspond with Z. Ben-Shahar, K&E team re same (.8); revise disclosure statement ballots, solicitation materials (3.4); further revise same (.6); correspond with Z. Ben-Shahar re same (1.0); revise confirmation hearing notice (1.5); correspond with Z. Ben-Shahar re same (.5); review Committee letter in support (1.0); revise notice of further revision (1.0); correspond with PH, YC and Akin teams re same (.7).
02/16/25	Mary Catherine Young	15.00	Review, revise disclosure statement (3.8); research re adequacy of same (2.7); correspond with B. Nakhaimousa, K&E team re same (2.1); conference with B. Nakhaimousa, K&E team re same (1.5); further review, revise disclosure statement (3.4); review, analyze disclosure statement objections (1.5).
02/17/25	Michael Beauchamp	8.90	Revise summary of disclosure statement objections (3.1); review, analyze objections, related materials re same (.9); correspond with M. Young, K&E team re same (.8); review, revise summary re U.S. Trustee objection (.8); correspond with D. Manetta re same (.3); review, revise disclosure statement (3.0).
02/17/25	Ziv Ben-Shahar	17.80	Review, research, analyze issues re plan confirmation (1.8); review, revise disclosure statement order (2.6); review, revise ballots (3.6); further review, revise ballots (.5); review, revise confirmation schedule (.8); draft, review, revise notice of non-voting status (2.7); correspond with Q. Wetzel, K&E team re disclosure statement order exhibits (1.3); draft notices of revised plan and disclosure statement (.6); draft notice of revised disclosure statement order (.7); correspond with M. Sloman, K&E team re same (.3); correspond with PSZJ team re Committee letter (.3); further revise disclosure statement order (1.4); further revise disclosure statement exhibits (1.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/17/25	Caroline Buthe	2.80	Review, revise disclosure statement (1.7); research re same (.8); further revise and prepare to file same (.3).
02/17/25	Caroline Buthe	3.00	Review, revise presentation re disclosure statement hearing (2.7); research re same (.2); telephone conference with R. Golden, S. Osborne, K&E team re same (.1).
02/17/25	Aislinn Comiskey	4.90	Review, revise plan (4.6); correspond with J. Fletcher, D. Manetta re same (.3).
02/17/25	Julia Fletcher	7.70	Review and revise disclosure statement (3.3); research re lease counterparty language in disclosure statement order (.7); review and revise committee letter (.8); review and revise plan (2.9).
02/17/25	Rachel Golden	4.10	Review, revise disclosure statement hearing presentation insert (3.9); correspond with S. Osborne, C. Buthe re same (.2).
02/17/25	Nicole L. Greenblatt, P.C.	5.90	Review, comment on disclosure statement hearing presentation (1.7); review and comment on revised plan documents (3.1); correspond with D. Hunter, K&E team re retention matters (.2); conference with D. Hunter re same (.4); telephone conference D. Hunter, K&E team, Paul Hastings, SteerCo re status, hearing (.5).
02/17/25	Nicole L. Greenblatt, P.C.	2.00	Conference with D. Hunter, K&E team, management and company advisors re deal status (1.0); telephone conference with Wilkie re case background (1.0).
02/17/25	Nicole L. Greenblatt, P.C.	0.50	Correspond with D. Hunter, K&E team re retention matters (.1); conference with D. Hunter re same (.4).
02/17/25	Derek I. Hunter	4.10	Conference with N. Greenblatt, K&E team, Company, Ducera, AlixPartners re deal, next steps (1.0); review, analyze deal considerations and related issues re same (2.0); correspond with M. Levine, K&E team re same (1.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/17/25	Derek I. Hunter	6.40	Correspond with PSZJ, Z. Ben-Shahar, K&E team re DS order and related exhibits (.3); review, revise plan (2.4); correspond with J. Raphael, K&E team re same (.3); correspond with Akin re delegation of authority (.3); review, revise disclosure statement (2.5); correspond with M. Young, K&E team re same (.2); review, comment on DS hearing presentation materials (.4).
02/17/25	Maddison Levine	12.20	Review, revise disclosure statement motion, order, related exhibits (1.1); review, analyze issues re plan re confirmation (.9); correspond with D. Hunter, K&E team re same (.2); conference with D. Hunter, K&E team re same (.3); review, revise plan, disclosure statement (3.3); review, analyze issues, open items re same (1.2); correspond and conference with B. Nakhaimousa, K&E team re same (.3); conference with B. Nakhaimousa, K&E team re same (.3); review, analyze disclosure statement objection summary (.4); review, analyze objections re same (.4); correspond with M. Young, K&E team re same (.4); correspond with M. McKane, K&E team re confirmation timeline (.6); review, analyze local rules, issues re same (.5); review, revise disclosure statement hearing presentation (1.3); correspond with S. Osborne, K&E team re same (.4); review, revise notices re revised filings (.4); correspond with Z. Ben-Shahar, YC team re same (.2).
02/17/25	Drew Maliniak	0.50	Correspond with J. Raphael re securities law disclosure in plan and disclosure statement.
02/17/25	Dominick Vito Manetta	8.90	Review, revise disclosure statement (2.3); research re causes of action (.4); draft issues list re U.S. Trustee objection (1.4); review, revise plan (2.4); further review, revise plan (2.4).
02/17/25	Mark McKane, P.C.	1.30	Review, analyze objections to disclosure statement.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/17/25	Brian Nakhaimousa	13.20	Conference with YC, M. Levine, K&E team re plan (.5); review, revise plan (.5); correspond with J. Raphael re same (.1); conference with J. Raphael, K&E team re plan, disclosure statement (.5); review, revise DS hearing presentation (1.0); correspond with D. Manetta, K&E team re same (.4); correspond with M. Young, K&E team re disclosure statement (.7); review, revise same (3.5); further review, revise same (1.5); correspond with M. Levine, AlixPartners, K&E team re professional fee forecasts re DS hearing presentation (.4); correspond with Q. Wetzel re DS order, Z. Ben-Shahar (.2); correspond with AlixPartners re disclosure statement (.3); correspond with AlixPartners re plan (.1); correspond with D. Hunter, K&E team re plan (.2); review, analyze GUC estimates and projected recoveries (.5); correspond with AlixPartners re same (.3); review, analyze disclosure statement issues, related plan confirmation issues (2.5).
02/17/25	Sarah Osborne	14.70	Review, revise disclosure statement objection summary (3.8); review, revise disclosure statement (1.9); review, analyze issues re same (1.4); revise disclosure statement hearing presentation (7.6).
02/17/25	Thomas Prommer	1.10	Review, analyze disclosure statement.
02/17/25	Joshua Raphael	8.30	Review, revise plan 6.2); correspond with M. Levine, K&E team re same (.3) analyze correspondence from M. Levine, K&E team re same (1.1); conference with M. Levine, K&E team re next steps re plan (.2); conference with YC team re plan (.5).
02/17/25	Michael A. Sloman	4.70	Review, revise notices re revised plan, disclosure statement, disclosure statement order (.7); review, revise disclosure statement order exhibits (1.1); review, revise disclosure statement (2.9).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/17/25	Josh Sussberg, P.C.	3.70	Telephone conference with Company re deal status, related considerations (.3); prepare for disclosure statement hearing (.1); telephone conference with Company re plan, case status (.1); review, analyze confirmation adjournment motion (.3); correspond with White & Case team re same (.2); prepare for status conference re same (.5); review, analyze confirmation schedule (.2); telephone conference with Paul Hastings team, lenders re deal status, confirmation schedule (.5); telephone conference with HPS re same (.2); telephone conference with Company re settlement, lender conference (.2); correspond with White & Case re same (.1); further prepare for status conference (.8); correspond with D. Hunter, K&E team re disclosure statement (.2).
02/17/25	Ishaan G. Thakran	7.40	Review, revise draft disclosure statement (6.4); correspond with M. Young, K&E team re same (1.0).
02/17/25	Quin Wetzel	15.80	Revise disclosure statement order (2.9); revise disclosure statement ballots (3.1); revise notice of non-voting status (2.2); revise confirmation hearing notice (2.7); review, revise disclosure statement re plan terms (1.9); review, analyze debtor releases in plan (.9); correspond with M. Levine, Z. Ben-Shahar, B. Nakhaimousa, K&E team re same (1.0); review, revise disclosure statement order (1.1).
02/17/25	Mary Catherine Young	13.40	Review, revise disclosure statement (7.2); research re same (2.0); correspond with B. Nakhaimousa, K&E team re same (2.7); conferences with B. Nakhaimousa, K&E team re same (1.5).
02/18/25	Bill Arnault, P.C.	3.00	Review and analyze background materials and pleadings re disclosure statement (2.1); review, analyze disclosure statement hearing presentation (.4); correspond with J. Goldfine, K&E team re same and disclosure statement issues (.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Michael Beauchamp	5.60	Review, analyze disclosure statement exhibits, related materials (1.6); revise same (2.9); correspond with Q. Wetzel, K&E team, Alix team, Kroll team re same (1.1).
02/18/25	Ziv Ben-Shahar	16.30	Revise filing version of disclosure statement order, exhibits (1.3); analyze issues re filing of plan, disclosure statement, and disclosure statement order (.6); correspond with J. Sussberg, K&E team re same (.5); correspond with Kroll team re disclosure statement order (.7); analyze issues re solicitation (.6); revise disclosure statement order (3.7); analyze issues re ballots, notice of non-voting status (1.3); review, analyze plan (2.8); review, analyze disclosure statement (3.4); conferences with M. Levine, K&E team re disclosure statement order (1.4).
02/18/25	Caroline Buthe	1.40	Revise disclosure statement for filing.
02/18/25	Caroline Buthe	10.00	Review, revise presentation re disclosure statement hearing (3.9); further review, revise same (1.5); conference with D. Manetta, K&E team re same (.4); further review, revise slides re same (3.8); telephone conference with S. Osborne, K&E team re same (.1); telephone conference with D. Manetta, K&E team re same (.3).
02/18/25	Aislinn Comiskey	0.10	Correspond with S. Osborne re disclosure statement presentation.
02/18/25	Julia Fletcher	3.30	Revise disclosure statement for filing (2.1); review and revise milestone summary (1.2).
02/18/25	Rachel Golden	6.20	Review, revise disclosure statement hearing presentation (3.9); further revise same (1.7); correspond with S. Osborne, C. Buthe re same (.6).
02/18/25	Nicole L. Greenblatt, P.C.	11.50	Disclosure hearing preparation with J. Sussberg, K&E team, including review of background materials and comments on hearing presentation materials.
02/18/25	Derek I. Hunter	1.00	Conference with Company, M. Levine, K&E team, Ducera team, Alix team re deal status, related considerations.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Maddison Levine	7.80	Review, revise plan, disclosure statement (2.1); correspond with J. Raphael, K&E team re same (.9); conference with J. Raphael, K&E team re same (.2); review, revise disclosure statement hearing presentation (1.8); correspond with J. Sussberg, K&E team re same (.4); conferences with B. Nakhaimousa, K&E team re same (.8); review, analyze disclosure statement objections (.7); correspond with YC team, M. Young, K&E team re same (.3); correspond with Z. Ben-Shahar, K&E team, Kroll team re solicitation, class report (.4); review, analyze issues re same (.2).
02/18/25	Dominick Vito Manetta	3.30	Review, revise disclosure statement (.7); review, revise plan (.7); revise disclosure statement hearing presentation (1.9).
02/18/25	Mark McKane, P.C.	0.50	Review, revise disclosure statement hearing presentation.
02/18/25	Brian Nakhaimousa	7.30	Review, revise plan (1.1); review, revise disclosure statement (1.0); correspond with M. Levine, K&E team re plan and disclosure statement (.6); correspond with YC, Z. Ben-Shahar re DS order (.4); review, comment on same (1.4); conference with S. Osborne, K&E team re hearing presentation (.3); review, comment on same (2.0); correspond with Paul Hastings, Akin, White & Case, AlixPartners, re Disclosure Statement (.5).
02/18/25	Sarah Osborne	10.70	Revise disclosure statement hearing presentation (7.8); correspond with M. Levine, K&E team re same (.4); analyze issues re same (1.4); review, revise disclosure statement objection summary (1.1).
02/18/25	Joshua Raphael	1.00	Review, revise plan (.4); conference with M. Levine, K&E team re same (.3); review, analyze materials re same, hearing presentation (.3).
02/18/25	Michael A. Sloman	1.50	Review, revise exhibits to disclosure statement order.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Josh Sussberg, P.C.	5.40	Review, revise disclosure statement hearing presentation (1.0); correspond with M. Levine, K&E team re same (.3); prepare for disclosure statement hearing (1.1); review, analyze documentation re same (1.1); conferences with N. Greenblatt, K&E team re hearing preparation, disclosure statement revisions (1.4); correspond with N. Greenblatt, K&E team re disclosure statement revisions (.3); telephone conference with W&C re disclosure statement hearing (.1); telephone conference with Company re status re same (.1).
02/18/25	Ishaan G. Thakran	3.90	Review, revise disclosure statement hearing presentation (2.9); correspond with M. Levine, K&E team re same (.5); conferences with R. Golden, K&E team re same (.5).
02/18/25	Quin Wetzel	1.60	Review, analyze disclosure statement exhibits (1.0); prepare filing version (.4); correspond with YC team re filing (.2).
02/18/25	Quin Wetzel	9.00	Review, revise disclosure statement order (2.6); review, revise solicitation materials, ballots (3.1); review, revise confirmation hearing notice (1.1); review, revise filing notice (.9); correspond with Z. Ben-Shahar re same (.5); correspond with PH, Akin, PSZJ teams re same (.4); finalize, prepare filing versions of same (.4).
02/18/25	Mary Catherine Young	1.30	Conference with B. Nakhaimousa, K&E team re disclosure statement issues (.9); review, revise materials for hearing re same (.4).
02/18/25	Mary Catherine Young	1.10	Review, analyze disclosure statement objection (.3); conference with objector re same (.3); correspond with objector re same (.5).
02/19/25	Bill Arnault, P.C.	2.00	Review and analyze revised disclosure statement (1.8); telephone conference with J. Goldfine re disclosure statement hearing (.2).
02/19/25	Michael Beauchamp	4.90	Revise disclosure statement exhibits (3.9); correspond with Kroll team, Z. Ben-Shahar, Q. Wetzel, K&E team re same (1.0).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Ziv Ben-Shahar	8.40	Revise disclosure statement order (3.8); analyze issues re confirmation schedule (1.3); correspond with Kroll team re solicitation (1.0); analyze issues re solicitation procedures (2.3).
02/19/25	Caroline Buthe	0.50	Revise slides for disclosure statement hearing (.3); correspond with S. Osborne, K&E team re same (.2).
02/19/25	Rachel Golden	2.50	Review, revise disclosure statement hearing presentation (2.1); correspond with S. Osborne re same (.4).
02/19/25	Jeffrey Ross Goldfine	1.90	Review and analyze revised disclosure statement (1.3); correspond with M. McKane and B. Arnault, K&E team re proposed confirmation schedule (.6).
02/19/25	Nicole L. Greenblatt, P.C.	3.50	Conferences and correspond with J. Sussberg, K&E team, lenders counsel re deal, settlement status, plan, and disclosure statement (2.2); review, revise disclosure statement, plan documents (1.3).
02/19/25	Derek I. Hunter	3.00	Review, revise plan, disclosure statement, related materials (2.4); correspond with M. Levine, K&E team re same (.6).
02/19/25	Maddison Levine	8.00	Review, revise plan, disclosure statement (2.7); correspond and conferences with J. Sussberg, K&E team re same (2.4); review, revise disclosure statement scheduling order, related exhibits (1.4); review, analyze timeline issues (.8); correspond and conference with M. McKane, K&E team re same (.7).
02/19/25	Mark McKane, P.C.	2.80	Correspond with Paul Hastings, PSZJ, W&C, D. Hunter, K&E team, U.S. Trustee re potential consensus re disclosure statement and scheduling.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Brian Nakhaimousa	12.90	Review, revise disclosure statement (7.8); correspond with YC re disclosure statement (.5); correspond with Paul Hastings, PSZJ, W&C, D. Hunter, K&E team, U.S. Trustee re same (.7); office conferences with Paul Hastings, PSZJ, W&C, D. Hunter, K&E team, U.S. Trustee re same (1.2); correspond with Q. Wetzel, K&E team re DS order (.8); correspond with J. Raphael, K&E team re plan (.4); review, conference with S. Osborne, K&E team re disclosure statement hearing presentation (1.5).
02/19/25	Sarah Osborne	7.20	Review, revise disclosure statement hearing presentation (3.3); further review, revise same (1.0); correspond with N. Greenblatt, K&E team re same (.6); review, analyze issues re disclosure statement (1.9); review, revise same (.4).
02/19/25	Joshua Raphael	0.90	Review, revise plan (.8); review, analyze hearing presentation (.1).
02/19/25	Josh Sussberg, P.C.	4.30	Review, revise disclosure statement hearing presentation (1.1); conference with Paul Hastings, PSZJ, W&C, D. Hunter, K&E team, U.S. Trustee re disclosure statement revisions, litigation schedule (2.4); telephone conference with N. Greenblatt re disclosure statement revisions (.3); correspond with M. Levine, K&E team re same (.2); correspond with counsel to 1L and 2L lenders re settlement meetings (.3).
02/19/25	Matthew Calloway Walker	3.10	Review AHG statement in support of approval of debtors' proposed disclosure statement (.1); review, analyze Willkie declaration in support of Debtors' omnibus disclosure statement reply (.1); review, analyze first day declaration (2.2); review, analyze declaration in support of objection to disclosure statement (.7).
02/19/25	Quin Wetzel	10.80	Review, revise disclosure statement order (3.7); review, revise disclosure statement exhibits (3.7); further review, revise same (.6); correspond with Z. Ben-Shahar, B. Nakhaimousa, K&E team re same (.9); review, revise disclosure statement (1.9).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Mary Catherine Young	4.40	Analyze disclosure statement issues re hearing (2.5); review, revise disclosure statement (1.3); correspond with PSZJ, PH, W&C teams re same (.6).
02/20/25	Bill Arnault, P.C.	1.00	Telephone conference with PH team re disclosure statement hearing and related matters (.5); telephone conference with Company re same (.5).
02/20/25	Bill Arnault, P.C.	1.40	Review, analyze contested disclosure statement issues (.7); review, analyze disclosure statement re same (.7).
02/20/25	Michael Beauchamp	5.90	Revise, analyze disclosure statement order, related exhibits (3.9); correspond with M. Levine, B. Nakhaimousa, K&E team, YC team re same (.8); analyze, prepare same for filing (1.2).
02/20/25	Ziv Ben-Shahar	18.20	Conference with Kroll team re solicitation (.3); analyze issues re solicitation (3.6); research re same (1.0); correspond with B. Nakhaimousa, K&E team, Alix team, Kroll team re solicitation (1.4); review, analyze disclosure statement order (2.8); review, analyze plan (1.9); review, analyze solicitation versions (.4); revise ballots, disclosure statement exhibits (2.8); coordinate filing re same (.3); conference with M. Levine re disclosure statement order (.3); correspond with M. Beauchamp, Q. Wetzel, K&E team re disclosure statement order and exhibits (1.6); analyze issues re same (1.8).
02/20/25	Aislinn Comiskey	0.40	Correspond with M. Young, K&E team, YC team re disclosure statement exhibits.
02/20/25	Rachel Golden	0.40	Conference with lenders, M. Levine, K&E team re deal status, related considerations.
02/20/25	Nicole L. Greenblatt, P.C.	4.20	Review, analyze revised plan and disclosure statement (2.0); correspond with D. Hunter, K&E team re W&C comments on same (.5); telephone conference with Paul Hastings re open issues on confirmation timeline and exit matters (.3); correspond with Paul Hastings re same (.7); correspond with AlixPartners team re disclosure statement, plan and next steps (.7).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/20/25	Derek I. Hunter	6.00	Review, revise disclosure statement order (1.1); correspond with M. McKane, K&E team re same (.4); correspond with Company re insurance matters (.2); review, comment on disclosure statement (1.3); correspond with B. Nakhaimousa, K&E team re same (.3); correspond with creditors re cure, claims reconciliation matters (.5); correspond with Company advisors re deal matters (.7); conferences with B. Nakhaimousa, M. Levine re deal, next steps (.5); review, analyze open issues, related strategy and next steps re same (1.0).
02/20/25	Derek I. Hunter	1.90	Correspond with Paul Hastings re same (.7); conference with Company, Ducera, N. Greenblatt, K&E team, AlixPartners re status, next steps (.5); correspond with N. Greenblatt, K&E team re plan (.5); review, analyze issues re same (.2).
02/20/25	Maddison Levine	6.10	Review, revise plan, disclosure statement (2.3); correspond with D. Hunter, K&E team, advisors re same (.8) conference with D. Hunter, K&E team, advisors re same (.4); conferences with Kroll team, Z. Ben-Shahar re solicitation (.5); review, revise disclosure statement scheduling order re same (2.1).
02/20/25	Mark McKane, P.C.	0.70	Analyze, revise disclosure statement (.4); conference with B. Arnault re liquidation analysis (.3).
02/20/25	Brian Nakhaimousa	4.60	Correspond with J. Raphael, M. Levine re plan (.4); review, PH comments to same (.7); correspond with M. Young, M. Levine re DS (1.1); review, revise DS (1.9); correspond with PSZJ re DS (.2); review draft GUC class estimate (.3).
02/20/25	Sarah Osborne	1.40	Review, revise notices for filing revised plan, disclosure statement (.8); further review, revise notices (.4); compile same for filing (.2).
02/20/25	Joshua Raphael	1.70	Review revise plan (1.5); correspond with M. Levine, K&E team re same (.2).
02/20/25	Joshua Raphael	1.40	Review, revise plan (.6); finalize same for filing (.7); conference with M. Levine, K&E team re plan (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/20/25	Josh Sussberg, P.C.	1.40	Correspond with N. Greenblatt, K&E team, lender advisors re disclosure statement and W&C comments to same (1.3); telephone conference with N. Greenblatt re disclosure statement (.1).
02/20/25	Matthew Calloway Walker	0.40	Review, analyze AHG motion to adjourn disclosure statement hearing.
02/20/25	Quin Wetzel	5.80	Review, revise disclosure statement (2.2); correspond with M. Young, J. Raphael, K&E team re same (.7); review, revise solicitation package re disclosure statement exhibits (2.3); correspond with Z. Ben-Shahar, K&E team re same (.6).
02/20/25	Mary Catherine Young	8.00	Review, revise disclosure statement (3.8); correspond with PSZJ, lenders re same (1.5); correspond with J. Raphael, K&E team re same (1.5); review, analyze issues re same (1.2).
02/21/25	Bill Arnault, P.C.	1.30	Review, analyze amended disclosure statement.
02/21/25	Ziv Ben-Shahar	10.70	Correspond with S. Golden, K&E team re confirmation hearing notice publication (.2); review, analyze publication proofs (.7); research, analyze issues re solicitation (3.7); further research, analyze issues re same (3.0); correspond with Kroll team, Alix team, B. Nakhaimousa, K&E team re same (1.1); review, analyze, compile solicitation package (.6); analyze solicitation procedures re disclosure statement order (.4); conference with Kroll team, B. Nakhaimousa, K&E team re plan class report (.6); analyze proofs of claims re same (.4).
02/21/25	Susan D. Golden	0.50	Coordinate publication re confirmation notice.
02/21/25	Nicole L. Greenblatt, P.C.	1.50	Review and analyze settlement matters, case status (1.0); correspond with M. McKane, K&E team re same, confirmation timeline (.5).
02/21/25	Derek I. Hunter	1.80	Analyze deal considerations and related issues (1.0); correspond with B. Nakhaimousa, K&E team re privileged analyses (.5); conference with M. Levine, K&E team re same (.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/21/25	Derek I. Hunter	3.00	Conferences with M. Levine, K&E team, advisors re work in process, deal status, litigation issues, related considerations (1.0); correspond with M. Levine, K&E team, advisors re same (1.0); review, analyze correspondence, materials re same (1.0).
02/21/25	Maddison Levine	2.90	Telephone conference with B. Nakhaimousa, K&E team, Kroll, Alix teams re plan class report (.4); review, analyze issues re solicitation (1.5); correspond with Company re same, talking points re same (.4); review, analyze solicitation procedures (.3); correspond with Z. Ben-Shahar, K&E team re solicitation pleadings (.3).
02/21/25	Dominick Vito Manetta	0.30	Correspond with Z. Ben Shahar re plan, disclosure statement deadlines.
02/21/25	Brian Nakhaimousa	2.60	Conference with AlixPartners, Z. Ben-Shahar, K&E team re solicitation matters (.4); correspond with Z. Ben-Shahar, K&E team re solicitation matters (.5); correspond with Z. Ben-Shahar re cure matters (.3); correspond with M. Young, M. Levine re solicitation materials (.5); review, analyze same re finalization (.9).
02/21/25	Sarah Osborne	3.10	Research re exclusivity extensions (2.1); draft motion re same (1.0).
02/21/25	Michael A. Sloman	0.30	Telephone conference with Alix team re liquidation analysis (.2); correspond with M. Young, K&E team re same (.1).
02/21/25	Quin Wetzel	1.10	Review, analyze issues re solicitation (.8); correspond with Z. Ben-Shahar, K&E team re same (.3).
02/21/25	Mary Catherine Young	4.20	Review, revise disclosure statement re filing, solicitation (3.5); review, analyze correspondence re same (.7).
02/22/25	Nicole L. Greenblatt, P.C.	1.50	Conference with D. Hunter, K&E team, Ducera, AlixPartners re settlement meetings, deal status, next steps (1.0); conference with D. Hunter, K&E team re same (.5).
02/22/25	Derek I. Hunter	1.60	Conference with N. Greenblatt, K&E team, Ducera, AlixPartners re settlement meetings, deal status, next steps (1.0); prepare for same (.1); conference with N. Greenblatt, K&E team re same (.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/22/25	Derek I. Hunter	2.00	Conference with M. Levine, K&E team, advisors re work in process, deal status, litigation issues, related considerations (.8); conference with M. Levine, K&E team, company advisors re same (.2); review, analyze materials re same (1.0).
02/22/25	Brian Nakhaimousa	3.40	Conference with D. Hunter, K&E team, Ducera, AlixPartners re settlement meetings, deal status, next steps (1.0); conference with N. Greenblatt, K&E team re same (.5); review, analyze issues re disclosure statement (.6); review, analyze issues re plan (.4); correspond with M. Levine re same (.4); telephone conference with M. Levine re same (.5).
02/22/25	Josh Sussberg, P.C.	1.30	Correspond with Company re lender diligence (.4); correspond with Company re settlement proposal (.3); telephone conference with Ducera team, Alix team, N. Greenblatt, K&E team re settlement meeting and next steps (.5); correspond with M. Levine, K&E team re settlement meeting (.1).
02/23/25	Nicole L. Greenblatt, P.C.	3.00	Correspond with B. Nakhaimousa, M. Levine re open issues for plan settlement meetings (.5); conference with M. Levine, K&E team and AlixPartners team re background matters and deliverables for settlement meetings (.5); review and analyze related materials re preparation for same (2.0).
02/23/25	Brian Nakhaimousa	9.00	Review, analyze issues re disclosure statement (3.8); correspond with lenders' counsel re same (1.2); correspond with M. Levine re same (.6); correspond with D. Hunter re same (.4); analyze related strategies, tactics, next steps re same (2.2); telephone conference with D. Hunter re same (.6); correspond with M. Levine re same (.2).
02/23/25	Josh Sussberg, P.C.	0.50	Telephone conference with W&C re settlement (.2); telephone conference with W&C re same (.1); correspond re settlement discussions and Alix team analysis (.2).
02/24/25	Michael Beauchamp	2.20	Draft, revise talking points re solicitation (1.3); review, analyze materials re same (.6); correspond with Z. Ben-Shahar, K&E team re same (.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Ziv Ben-Shahar	12.00	Draft, revise talking points re solicitation (.8); correspond with Kroll team re solicitation (2.8); analyze issues re solicitation (3.9); further analyze issues re same (.5); correspond with Paul Hastings team re solicitation, claims register (.7); review, analyze solicitation package (1.8); conference with B. Nakhaimousa, K&E team re same (.2); research, analyze issues re voting classes (1.3).
02/24/25	Derek I. Hunter	3.00	Conferences with M. Levine, K&E team, advisors re work in process, deal status, litigation issues, related considerations (.8); correspond with M, Levine, K&E team, Company advisors re same (1.2); review, analyze materials re same (.5); revise documents, materials re same (.5).
02/24/25	Derek I. Hunter	1.00	Analyze deal considerations and related issues.
02/24/25	Maddison Levine	0.50	Correspond with Alix team, B. Nakhaimousa, K&E team re professional fee escrow (.3); review, analyze plan re same (.2).
02/24/25	Brian Nakhaimousa	2.40	Conference with Paul Hastings, Z. Ben-Shahar re solicitation matters (.5); correspond with Z. Ben-Shahar re solicitation (.3); conference with Z. Ben-Shahar re same (.4); correspond with C. Buthe re same (.2); correspond with M. Levine re lender meeting (.1); conferences with interested party re same (.9).
02/24/25	Sarah Osborne	11.10	Draft exclusivity motion (3.1); review, analyze pleadings, docket re issues re same (2.9); review, revise motion (3.9); research precedent re same (1.2).
02/24/25	Josh Sussberg, P.C.	1.20	Conference with D. Hunter, K&E team, Paul Hastings, Ducera, AlixPartners, Lazard re status, next steps (.5); prepare for same (.5); correspond with White & Case re deal matters (.2).
02/24/25	Mary Catherine Young	0.70	Review, revise solicitation version of disclosure statement.
02/25/25	Michael Beauchamp	4.20	Review, revise stakeholder talking points re solicitation (2.9); correspond with M. Levine, K&E team re same (1.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Ziv Ben-Shahar	7.90	Research, analyze issues re solicitation (3.8); further research, analyze issues re same (2.6); conference with B. Nakhaimousa, K&E team re same (.2); conference with Kroll team re solicitation (.6); correspond with B. Nakhaimousa, K&E team re confirmation hearing notice (.1); revise talking points re solicitation (.6).
02/25/25	Jacob E. Black	6.40	Review, analyze confirmation issues (3.3); review, analyze pleadings, objections re confirmation issues (1.8); draft summary re same (1.2); correspond with B. Messing, K&E team re same (.1).
02/25/25	Caroline Buthe	1.50	Research re exclusivity motion (1.4); correspond with S. Osborne, K&E team re same (.1).
02/25/25	Aislinn Comiskey	4.40	Draft summary of plan and RSA items re confirmation issues (2.3); revise summary re same (1.8); correspond with S. Osborne re same (.3).
02/25/25	Derek I. Hunter	1.90	Telephone conference with B. Arnault, K&E team re expert report (.5); telephone conference with M. Levine, K&E team re confirmation issues (.4); review, analyze same (.7); correspond with B. Nakhaimousa, K&E team re analyses (.3).
02/25/25	Derek I. Hunter	3.00	Conferences with M. Levine, K&E team, advisors re work in process, deal status, litigation issues, related considerations (.9); correspond with M. Levine, K&E team, advisors re same (1.1); review, analyze, correspondence, materials re same (1.0).
02/25/25	Sarah Jones	0.20	Conference with J. Black re confirmation issues, related research.
02/25/25	Michael David Lehavi	0.50	Review, analyze disclosure statement re contested bankruptcy considerations.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
 Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Maddison Levine	3.20	Telephone conference with B. Arnault, K&E team re expert report (.5); review, analyze precedent re liquidation analyses (.2); telephone conference with D. Hunter, K&E team re confirmation issues (.4); review, revise exclusivity motion (1.3); correspond with S. Osborne, K&E team re same (.2); review, revise talking points re solicitation materials (.4); correspond with M. Beauchamp, K&E team, Company re same (.2).
02/25/25	Maddison Levine	0.90	Telephone conference with Company, D. Hunter, K&E team, advisors re work in process, deal updates (.5); review, revise material dates, deadlines summary re same (.4).
02/25/25	Brian Messing	0.70	Conference with D. Hunter, K&E team re confirmation brief, objections, related considerations (.2); review, analyze Freedom Lenders' objection to disclosure statement, motion for adequate protection (.3); correspond with L. Tur-Sinai Gozal, K&E team re same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Brian Nakhaimousa	6.90	Conference with Ducera, Company, D. Hunter, K&E team, AlixPartners re status, next steps, strategy re deal (.5); correspond with M. Levine, K&E team re key dates summary (.2); conference with B. Arnault, K&E team, AlixPartners re expert report (.5); review, analyze liquidation analysis in preparation for same (.3); conference with J. Black, K&E team re confirmation issues, related strategy and next steps (.5); correspond with D. Manetta re work in process summary (.1); correspond with J. Fletcher re DIP maturity (.3); correspond with M. Levine, K&E team re employee matters (.2); correspond with S. Osborne, M. Levine re exclusivity motion (.1); correspond with Z. Ben-Shahar re publication notice re confirmation hearing (.1); correspond with Ducera re sale matter (.1); correspond with AlixPartners re DACA termination (.2); correspond with C. Leodis, K&E team re same (.1); review, revise exclusivity extension motion (1.0); review, analyze research, related strategy re same (.7); correspond with S. Osborne, K&E team re same (.1); correspond with YC re EY fee statement (.1); correspond with Z. Ben-Shahar re omnibus hearing dates (.1); correspond with R. Golden re utility issue (.1); review, revise talking points (1.1); correspond with Z. Ben-Shahar, K&E team re same (.2); correspond with R. Golden re critical dates summary (.1); review, analyze same (.3); correspond with Z. Ben-Shahar re solicitation matters (.2).
02/25/25	Sarah Osborne	7.30	Review, revise exclusivity motion (3.9); research re exclusivity precedent (2.1); draft summary re same (.9); further review, revise exclusivity motion (.4).
02/25/25	Luz Tur-Sinai Gozal	0.60	Telephone conference with J. Black, K&E team re confirmation, related issues (.1); analyze objections to disclosure statement (.3); correspond with B. Messing, K&E team re same, next steps (.2).

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
 Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Michael Beauchamp	0.70	Review, revise Company talking points re solicitation (.3); correspond with B. Nakhaimousa, M. Levine, K&E team, Company re same (.4).
02/26/25	Ziv Ben-Shahar	4.90	Draft objection to claims for voting purposes (2.8); correspond with Q. Wetzel, K&E team re same (.6); analyze issues re solicitation (1.5).
02/26/25	Jacob E. Black	10.30	Analyze, evaluate confirmation, related issues (3.9); further analyze, evaluate same (2.5); correspond with B. Messing, K&E team re same (.8); telephone conferences with L. Tur-Sinai, K&E team re same (.9); draft summary re same (2.2).
02/26/25	Julia F. Burnson	0.90	Research precedent re voting objections (.4); draft objection re same (.5).
02/26/25	Jeffrey Ross Goldfine	0.40	Telephone conference with J. Sussberg, K&E team, Ducera team re settlement.
02/26/25	Derek I. Hunter	1.10	Review, analyze deal considerations and related issues (.7); correspond with M. Levine, K&E team re issues, related strategy, next steps (.4).
02/26/25	Sarah Jones	0.50	Conference with J. Black re confirmation issues.
02/26/25	Sarah Jones	2.30	Review, analyze plan, disclosure statement re confirmation issues.
02/26/25	Maddison Levine	1.40	Review, revise exclusivity motion (.5); correspond with S. Osborne, K&E team re same (.2); review, analyze intercreditor agreement (.3); correspond with D. Hunter, K&E team re same, plan issues (.4).
02/26/25	Brian Messing	2.90	Review, analyze Freedom Lender disclosure statement objection (1.4); review, analyze prior pleadings re confirmation issues from same (.7); review, analyze correspondence from B. Nakhaimousa, K&E team re confirmation issues (.2); correspond with J. Black, L. Tur-Sinai Gozal, S. Jones, K&E team re confirmation strategy, related issues (.6).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Brian Nakhaimousa	1.20	Conference with AlixPartners, D. Hunter, K&E team re intercompany transactions (.5); correspond with M. Beauchamp, M. Levine re talking points re solicitation (.2); correspond with D. Hunter, M. Levine re plan (.1); review, analyze plan re issues re same (.3); correspond with M. McKane re employee matters (.1).
02/26/25	Sarah Osborne	1.40	Review, revise exclusivity motion (.8); draft summary re precedent research re same (.6).
02/26/25	Sarah Osborne	4.10	Review, analyze plan, disclosure statement, RSA re potential confirmation arguments (2.9); draft summary re same (1.0); correspond with M. Young K&E team re same (.2).
02/26/25	Josh Sussberg, P.C.	0.30	Correspond with N. Greenblatt, K&E team re intercreditor arguments and next steps.
02/26/25	Luz Tur-Sinai Gozal	1.90	Draft summary re research (.3); research re expert report (.4); review recent FLG pleadings (.3); review, analyze amended disclosure statement (.2); telephone conference with B. Messing, K&E team re priority confirmation items (.1); telephone conference with J. Black, K&E team re research (.6).
02/27/25	Ziv Ben-Shahar	10.00	Research, analyze issues re solicitation (3.1); further research, analyze issues re same (1.8); correspond with Kroll team re same (.4); draft, revise claims objection re voting (3.8); correspond with YC team, B. Nakhaimousa, K&E team re same (.9).
02/27/25	Jacob E. Black	13.30	Analyze, evaluate confirmation, related issues (3.9); further analyze, evaluate same (1.7); correspond with B. Messing, K&E team re same (.8); telephone conferences with B. Messing, K&E team re same (.2); conference with B. Messing, K&E team re same (.4); further analyze, evaluate confirmation, related issues (3.8); draft summary re same (2.5).
02/27/25	Nicole L. Greenblatt, P.C.	0.80	Review and comment on exclusivity motion (.7); correspond with S. Osborne, K&E team re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Nicole L. Greenblatt, P.C.	3.40	Attend conference with J. Sussberg, K&E team, Ducera, AlixPartners, 1L lenders, Paul Hastings, Lazard re settlement (1.3); prepare for same (1.1); conference with Ducera, AlixPartners, J. Sussberg, K&E team re settlement conference with 1L lenders (1.0).
02/27/25	Sarah Jones	5.80	Research re solicitation and voting considerations (3.8); further research re same (2.0).
02/27/25	Sarah Jones	0.40	Conference with J. Black, K&E team re solicitation issues.
02/27/25	Sarah Jones	3.20	Research re confirmation issues.
02/27/25	Maddison Levine	1.00	Research re solicitation, confirmation timelines (.4); review, analyze issues re same (.3); correspond and conference with J. Black, K&E team re same (.3).
02/27/25	Maddison Levine	0.50	Telephone conference with Company, Company advisors re case status, settlement considerations.
02/27/25	Brian Messing	10.50	Draft summary re Freedom Lenders' disclosure statement objection (2.8); conference with J. Black, L. Tur-Sinai Gozal, S. Jones, K&E team re confirmation issues works in process (.4); review, analyze precedent re solicitation considerations (3.7); further review, analyze same (.9); draft summary re same (1.9); correspond with J. Black, K&E team re same (.8).
02/27/25	Brian Nakhaimousa	2.80	Conference with Ducera, AlixPartners, J. Sussberg, K&E team re settlement conference with 1L lenders (1.0); correspond with Kroll re solicitation matters (.1); conferences with D. Hunter, K&E team re same (.5); conference with Kroll re same (.3); conference with D. Maliniak re solicitation considerations (.2); correspond with S. Osborne, M. Levine re exclusivity (.2); correspond with J. Raphael re settlement proposal (.1); draft, review, revise proposed amended solicitation timeline (.4).
02/27/25	Sarah Osborne	2.40	Revise exclusivity motion (2.2); correspond with M. Levine, K&E team re same (.2).
02/27/25	Joshua Raphael	0.10	Conference with Z. Ben-Shahar re solicitation.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Gregory B. Sanford	2.50	Research re valuation (.6); review and analyze case filings re same (1.9).
02/27/25	Josh Sussberg, P.C.	0.90	Review and revise exclusivity motion (.6); correspond with S. Osborne, K&E team re same (.1); correspond re exclusivity with N. Greenblatt, K&E team and PH team (.2).
02/27/25	Josh Sussberg, P.C.	0.30	Telephone conference with Paul Hastings team re deal status, related considerations (.1); correspond with White & Case team re same (.1); review, analyze issues re adequate protection motion (.1).
02/27/25	Luz Tur-Sinai Gozal	1.70	Correspond with J. Black, K&E team re confirmation order (.2); review, analyze credit and collateral agreements re confirmation matters (.4); correspond with YC team re valuation (.1); research re solicitation issues, considerations (.4); correspond with B. Messing, K&E team re same (.1); research precedent solicitation procedures (.4); correspond with B. Messing, K&E team re same (.1).
02/28/25	Bill Arnault, P.C.	0.40	Telephone conference with D. Hunter, K&E team re liquidation analysis.
02/28/25	Ziv Ben-Shahar	8.90	Draft, revise claims objection re voting (1.3); correspond with YC team re same (.6); analyze issues re claim amounts for voting purposes (1.9); analyze issues re claims objection (3.4); correspond with Kroll team re solicitation (.3); correspond with M. Levine, K&E team re same (.5); correspond with Alix team re claim amounts (.6); analyze issues re indemnification claims (.3).
02/28/25	Jacob E. Black	7.40	Analyze, evaluate confirmation, related issues (3.3); correspond with B. Messing, K&E team re same (.8); telephone conferences with B. Messing, K&E team re same (.2); conference with B. Messing, K&E team re same (.4); further analyze, evaluate confirmation, related issues (1.3); draft summary re same (1.4).
02/28/25	Nicole L. Greenblatt, P.C.	1.00	Review, revise exclusivity motion (.9); correspond with S. Osborne, K&E team re same (.1).
02/28/25	Grace Hartnett	0.60	Conference with J. Goldfine, K&E team re valuation.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Disclosure Statement/Plan/Confirmation

Invoice Number: 1050116032
Matter Number: 58395-4

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Derek I. Hunter	1.40	Review, revised exclusivity motion (1.1); correspond with S. Osborne, K&E team re same (.1); correspond with M. Levine, K&E team re deal documentation, next steps (.2).
02/28/25	Sarah Jones	4.40	Research confirmation issues (3.6); further research re same (.4); conference with D. Hunter, K&E team re confirmation (.4).
02/28/25	Maddison Levine	2.20	Telephone conference with J. Goldfine, K&E team re valuation (.6); telephone conference with D. Hunter, K&E team re confirmation issues (.4); review, analyze research summaries re same (.5); review, revise exclusivity motion (.4); correspond with S. Osborne, K&E team re same, next steps (.3).
02/28/25	Maddison Levine	0.50	Telephone conference with Company, Company advisors re work in process, deal status.
02/28/25	Mark McKane, P.C.	0.80	Conference with B. Arnault, K&E team re going concern and liquidation values (.5); prepare for same (.3).
02/28/25	Brian Messing	2.70	Draft summary re Freedom Lenders' objection to disclosure statement (2.2); conference with D. Hunter, K&E team re liquidation analysis, value (.4); revise summary of confirmation issues (.1).
02/28/25	Brian Nakhaimousa	1.20	Conference with J. Goldfine, K&E team re confirmation matters, related strategy (.5); review liquidation analysis re DS re same (.3); telephone conference with D. Hunter, K&E team reconfirmation issues (.4).
02/28/25	Sarah Osborne	2.20	Review, revise exclusivity motion (1.7); correspond with N. Greenblatt, K&E team re same (.4); coordinate filing of same (.1).
02/28/25	Josh Sussberg, P.C.	0.40	Review, analyze issues re exclusivity.
Total		1,006.20	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116033

Client Matter: 58395-5

In the Matter of DIP Financing and Cash Collateral

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 72,956.00

Total legal services rendered

\$ 72,956.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 DIP Financing and Cash Collateral

Invoice Number: 1050116033
 Matter Number: 58395-5

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	1.20	1,065.00	1,278.00
Gursheen Cheema	1.80	1,065.00	1,917.00
James B. Dickson	2.90	1,815.00	5,263.50
Julia Fletcher	1.80	880.00	1,584.00
Nicole L. Greenblatt, P.C.	0.50	2,595.00	1,297.50
Constantina Leodis	12.90	1,195.00	15,415.50
Maddison Levine	2.20	1,465.00	3,223.00
Brian Messing	6.40	1,065.00	6,816.00
Adam Mohamed	2.30	1,725.00	3,967.50
Brian Nakhaimousa	2.80	1,465.00	4,102.00
Thomas Prommer	1.60	1,815.00	2,904.00
Luz Tur-Sinai Gozal	14.10	880.00	12,408.00
Quin Wetzel	12.00	1,065.00	12,780.00
TOTALS	62.50		\$ 72,956.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050116033
Matter Number: 58395-5

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Michael Beauchamp	1.20	Review, analyze DIP motion, related materials (.9); draft summary re same (.3).
02/14/25	Maddison Levine	0.70	Review, analyze DIP budget, fee matters (.3); review, analyze final DIP order re same, related matters (.4).
02/14/25	Thomas Prommer	1.60	Review, analyze DIP credit agreement, DIP order and organizational chart.
02/14/25	Quin Wetzel	2.60	Review, analyze DIP motion, interim order, final order (2.0); draft summary re same (.5); correspond with M. Levine, B. Nakhaimousa re same (.1).
02/15/25	Brian Nakhaimousa	0.20	Review, analyze DIP documents (.1); correspond with AlixPartners re DIP (.1).
02/16/25	Maddison Levine	0.60	Telephone conference with J. Dickson, B. Nakhaimousa re debt matters (.4); review, analyze RSA, DIP term sheet re same (.2).
02/16/25	Brian Nakhaimousa	0.40	Telephone conference with J. Dickson, M. Levine re debt matters.
02/16/25	Quin Wetzel	1.20	Review, analyze DIP interim, final orders (.9); draft summary re same (.3).
02/17/25	James B. Dickson	0.50	Review, analyze debt documents.
02/17/25	Constantina Leodis	0.70	Correspond with M. Levine, J. Fletcher re debt documents (.2); review, analyze prepetition debt documents (.5).
02/17/25	Maddison Levine	0.50	Correspond with Alix team, B. Nakhaimousa re DIP fee forecast, related matters (.3); conference with Alix team, B. Nakhaimousa re same (.2).
02/17/25	Adam Mohamed	1.50	Review, analyze loan documents.
02/18/25	Constantina Leodis	0.90	Correspond with J. Fletcher, K&E team re debt documents (.5); correspond with A. Mohamed, K&E team re same (.2); review, analyze prepetition debt documents (.2).
02/18/25	Adam Mohamed	0.50	Review, analyze loan agreements.
02/19/25	Constantina Leodis	1.20	Review, analyze prepetition credit agreements, guarantee agreements, structure chart (.8); review, analyze issues re same (.4).
02/20/25	James B. Dickson	0.50	Review, analyze debt materials, loan party list, structure chart.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050116033
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/20/25	Constantina Leodis	1.30	Correspond with J. Fletcher, K&E team re debt financing issues (.2); correspond with J. Dickson, K&E team re structure chart, debt documents (.3); correspond with Paul Hastings re same (.3); review, analyze loan documents (.5).
02/20/25	Adam Mohamed	0.30	Telephone conference with Wilkie re DIP financing background, case update.
02/20/25	Brian Nakhaimousa	0.30	Correspond with S. Rolnik, J. Dickson re exit ABL.
02/20/25	Quin Wetzel	3.10	Review, analyze DIP credit agreement, interim order, final order (2.1); draft summary re DIP terms (.8); correspond with B. Nakhaimousa re same (.2).
02/21/25	James B. Dickson	0.80	Telephone conference with M. Levine, K&E team, Company advisors re ABL structuring.
02/21/25	Constantina Leodis	0.80	Review, analyze prepetition debt documents (.6); correspond with J. Dickson. K&E team re same (.2).
02/21/25	Quin Wetzel	2.20	Correspond with J. Fletcher re DIP research (.6); review, analyze DIP credit agreement re financing considerations (.9); review, revise summary re DIP key terms (.4); correspond with B. Nakhaimousa re same (.3).
02/22/25	Nicole L. Greenblatt, P.C.	0.50	Correspond with S. Rolnick, K&E team re ABL issues.
02/22/25	Constantina Leodis	0.20	Correspond with J. Dickson, K&E team re DACA termination and debt documents.
02/23/25	Constantina Leodis	0.50	Correspond with B. Nakhaimousa K&E team re existing debt documents.
02/24/25	James B. Dickson	0.30	Review, revise ancillary DIP collateral items, deposit accounts.
02/24/25	Julia Fletcher	1.00	Review, analyze DIP credit agreement re DIP maturity extensions (.6); draft summary re same (.4).
02/24/25	Constantina Leodis	1.80	Draft DACA termination (.8); correspond with J. Dickson, A. Mohamed re same (.3); review, analyze structure chart re debt matters (.5); correspond with C. Buthe, K&E team re same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050116033
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Brian Nakhaimousa	0.90	Correspond with AlixPartners, M. Levine, K&E team re professional fee escrow issue (.1); review, analyze DIP documents re same (.3); correspond with Q. Wetzel, K&E team re DACA termination re American Freight (.2); review, analyze notice of termination re same (.3).
02/24/25	Quin Wetzel	2.00	Review, analyze DIP credit agreement re maturity, extension (1.3); review, revise summary re same (.4); correspond with J. Fletcher re same (.3).
02/25/25	James B. Dickson	0.30	Review, revise DACA termination.
02/25/25	Julia Fletcher	0.80	Review, analyze DIP maturity extension issues (.4); review, analyze DIP documents re same (.4).
02/25/25	Constantina Leodis	1.20	Review, analyze DACA termination (.6); correspond with J. Dickson, K&E team re same (.4); correspond with Company re same (.2).
02/25/25	Maddison Levine	0.40	Correspond with lender advisors, C. Leodis, K&E team re DACA termination requests (.2); review, analyze same (.2).
02/25/25	Quin Wetzel	0.90	Review, revise DIP research re maturity extension (.7); correspond with J. Fletcher re same (.2).
02/26/25	Gursheen Cheema	1.80	Review, revise organizational structure chart re debt financing matters (.8); review, analyze DIP documents re same, open items (1.0).
02/26/25	James B. Dickson	0.50	Review, revise DACA termination, related ancillaries.
02/26/25	Constantina Leodis	1.50	Correspond with lenders' counsel re DACA termination (.4); correspond with Citizens counsel re same (.1); correspond with W&C re same (.1); review, analyze structure chart re debt matters (.4); correspond with A. Mohammed re same (.3); correspond with C. Buthe, K&E team re same, prepetition capital structure (.2).
02/26/25	Brian Messing	3.90	Review, analyze DIP orders re lien and priority analysis (1.9); draft summary of analysis re same, adequate protection (1.5); telephone conference with L. Tur-Sinai Gozal re adequate protection motion (.1); review, analyze draft summary re same (.4).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
DIP Financing and Cash Collateral

Invoice Number: 1050116033
Matter Number: 58395-5

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Luz Tur-Sinai Gozal	2.70	Review, analyze adequate protection order (1.5); review, analyze intercreditor agreement re same, related issues (1.2).
02/27/25	Constantina Leodis	2.80	Review, analyze lien search results (1.6); correspond with ABL counsel re DACA termination (.2); correspond with Citizens counsel re same (.2); correspond with J. Dickson re same, bank accounts (.3); correspond with Company re same (.2); correspond with J. Dickson, K&E team re debt documents (.3).
02/27/25	Brian Messing	0.50	Review, analyze precedent re DIP priorities (.3); correspond with L. Tur-Sinai Gozal, K&E team re intercreditor agreement (.2).
02/27/25	Brian Nakhaimousa	0.60	Correspond with D. Hunter, K&E team re same (.1); review, analyze DIP re carve out (.3); correspond with Q. Wetzel re same (.1); correspond with AlixPartners re same (.1).
02/27/25	Luz Tur-Sinai Gozal	2.60	Review, revise adequate protection motion summary (.2); review, analyze intercreditor agreement (1.1); review, analyze DIP order, objections to same (1.3).
02/28/25	Brian Messing	2.00	Telephone conference with J. Black, K&E team re adequate protection issues (.2); correspond with J. Black re same (.6); review, analyze precedent re same (.9); conference with D. Hunter, K&E team re same (.3).
02/28/25	Brian Nakhaimousa	0.40	Correspond with D. Hunter re DIP (.1); review, analyze materials re same (.3).
02/28/25	Luz Tur-Sinai Gozal	8.80	Review, analyze precedent re adequate protection issues (.9); conference with D. Hunter, K&E team re same (.3); research re adequate protection motion (3.5); draft summary, outline re same (3.9); correspond with J. Black re same (.2).
Total		62.50	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116034

Client Matter: 58395-6

In the Matter of Cash Management

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 1,025.50

Total legal services rendered

\$ 1,025.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Cash Management

Invoice Number: 1050116034
Matter Number: 58395-6

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Maddison Levine	0.70	1,465.00	1,025.50
TOTALS	0.70		\$ 1,025.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Cash Management

Invoice Number: 1050116034
Matter Number: 58395-6

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Maddison Levine	0.70	Telephone conference with Alix team, D. Hunter, K&E team re cash management considerations (.4); review, analyze materials re same (.3).
Total		0.70	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116035

Client Matter: 58395-7

In the Matter of Automatic Stay Issues

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 27,689.00

Total legal services rendered

\$ 27,689.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Automatic Stay Issues

Invoice Number: 1050116035
 Matter Number: 58395-7

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Julia F. Burnson	0.50	685.00	342.50
Caroline Buthe	6.90	880.00	6,072.00
Maddison Levine	2.50	1,465.00	3,662.50
Brian Nakhaimousa	1.30	1,465.00	1,904.50
Joshua Raphael	0.40	1,195.00	478.00
Quin Wetzel	14.30	1,065.00	15,229.50
TOTALS	25.90		\$ 27,689.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050116035
Matter Number: 58395-7

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Maddison Levine	0.40	Correspond with Company re automatic stay matters.
02/24/25	Caroline Buthe	1.40	Review, analyze automatic stay issues, related materials (.3); correspond with Q. Wetzel re same (.2); draft summaries re same (.9).
02/25/25	Caroline Buthe	1.50	Draft, revise summaries re automatic stay issues (.2); correspond with Q. Wetzel, K&E team re same (.1); telephone conference with M. Levine, K&E team re same (.3); telephone conference with Q. Wetzel re same (.1); research re same (.8).
02/25/25	Maddison Levine	1.00	Telephone conference with Q. Wetzel, K&E team re automatic stay issues (.4); review, analyze summaries re same (.4); review, analyze pleadings, related case status re same (.2).
02/25/25	Brian Nakhaimousa	0.10	Correspond with J. Fletcher re claim reconciliation matter.
02/25/25	Brian Nakhaimousa	0.70	Conference with M. Levine, K&E team, re automatic stay issues.
02/25/25	Quin Wetzel	4.00	Telephone conference with M. Levine, K&E team re automatic stay issues (.4); prepare for same (.1); review, revise lift stay summary (1.3); review, analyze correspondence from Company re lift stay claimants (2.2).
02/26/25	Julia F. Burnson	0.50	Draft lift stay stipulation.
02/26/25	Caroline Buthe	4.00	Draft, revise summaries re lift stay requests (.5); correspond with Q. Wetzel re same (.3); correspond with Alix team re same (.3); review, analyze issues re same (1.4); correspond with M. Levine, B. Nakhaimousa re same (.2); draft automatic stay violation letter (1.3).
02/26/25	Brian Nakhaimousa	0.10	Correspond with C. Buthe re automatic stay matters.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Automatic Stay Issues

Invoice Number: 1050116035
Matter Number: 58395-7

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Quin Wetzel	4.80	Draft lift stay stipulation (2.4); review, analyze insurance policies re same (.7); review, revise automatic stay violation letter (.5); correspond with C. Buthe re same (.3); correspond with YC team re lift stay (.4); revise lift stay summary (.3); correspond with C. Buthe re same (.2).
02/27/25	Quin Wetzel	4.30	Review, analyze lift stay summary (.9); correspond with C. Buthe re same (.4); conference with M. Levine, Company re insurance policies re lift stay stipulation (.4); prepare for same (.1); review, analyze insurance policies re lift stay stipulation (1.2); review, revise insurance policies summary (.4); correspond with C. Buthe re same (.3); review, revise automatic stay violation letter (.6).
02/28/25	Maddison Levine	1.10	Telephone conference with Q. Wetzel, K&E team, insurance broker re stay issues (.4); review, analyze policies, pleadings re same (.3); telephone conference with PH team re status of stay matters, open items (.4).
02/28/25	Brian Nakhaimousa	0.40	Telephone conference with M. Levine, K&E team, Paul Hastings, YC re stay matters.
02/28/25	Joshua Raphael	0.40	Telephone conference with B. Nakhaimousa, counsel re automatic stay issue (.2); prepare for same (.2).
02/28/25	Quin Wetzel	1.20	Telephone conference with B. Nakhaimousa, counsel re subrogation proceeding, lift stay considerations (.5); telephone conference with M. Levine, PH team re status of lift stay matters (.4); prepare for same (.1); review, revise lift stay summary re same (.2).
Total		25.90	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116036

Client Matter: 58395-8

In the Matter of Asset Sales/Section 363/Use, Sale, and

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 249,571.50

Total legal services rendered

\$ 249,571.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050116036
 Matter Number: 58395-8

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Advani	6.20	1,095.00	6,789.00
John G. Caruso	1.50	2,295.00	3,442.50
Julia Fletcher	0.40	880.00	352.00
Rob Fowler, P.C.	0.80	2,295.00	1,836.00
Rachel Golden	0.90	1,195.00	1,075.50
Kate Hardey	6.20	2,175.00	13,485.00
Jackie Heffernan	0.50	1,725.00	862.50
Keli Huang	33.40	1,725.00	57,615.00
Olivia Kaufmann	3.40	1,195.00	4,063.00
R.D. Kohut, P.C.	0.30	2,295.00	688.50
Maddison Levine	1.50	1,465.00	2,197.50
Cara Li	55.90	1,195.00	66,800.50
Dominick Vito Manetta	0.20	880.00	176.00
Brian Nakhaimousa	1.60	1,465.00	2,344.00
Srinithi Narayanan	1.20	1,065.00	1,278.00
Maureen D. O'Brien	2.40	2,295.00	5,508.00
Shawn OHargan, P.C.	19.60	2,295.00	44,982.00
Maddison Malone Riddick	2.40	1,525.00	3,660.00
Chris M. Salvatore	2.90	1,525.00	4,422.50
Joanna Schlingbaum	2.10	1,725.00	3,622.50
Michael A. Sloman	5.30	1,375.00	7,287.50
Christina Welch	4.90	1,375.00	6,737.50
Dennis Williams, P.C.	4.30	2,295.00	9,868.50
Mary Catherine Young	0.40	1,195.00	478.00
TOTALS	158.30		\$ 249,571.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050116036
Matter Number: 58395-8

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Keli Huang	7.50	Telephone conference with M. Levine, K&E team, Ducera team, Sidley Austin re sale process, next steps (.5); compile background materials re same (.5); review, analyze same (2.1); telephone conference with S. OHargan re sale transaction (.5); review, analyze transaction documents re sale matters (3.9).
02/14/25	Cara Li	4.80	Draft summary re sale process (3.3); research re same (1.5).
02/14/25	Brian Nakhaimousa	0.80	Correspond with M. Levine re status of sale process (.2); review, analyze bidding procedures (.6).
02/14/25	Shawn OHargan, P.C.	5.00	Telephone conference with M. Weisser re case and sale process update (.3); telephone conference with N. Greenblatt re same (.4); review, analyze materials re case background (3.9); review, analyze issues re same (.4).
02/15/25	Kate Hardey	0.80	Review, analyze sale matters (.4); correspond with D. Williams re same (.2); correspond with K. Huang re regulatory considerations re same (.2).
02/15/25	Keli Huang	2.00	Research, analyze asset purchase agreement precedents (1.0); correspond with J. Schlingbaum re issues list re same (.5); correspond with M. Levine re transaction documents (.2); telephone conference with Ducera team re transitional sale tasks (.3).
02/15/25	Cara Li	4.10	Draft, revise sale precedent chart (1.1); review, analyze transaction materials summary (2.5); review, analyze issues re same (.5).
02/15/25	Shawn OHargan, P.C.	0.60	Review, analyze sale precedent materials (.3); review, analyze issues re same (.3).
02/15/25	Dennis Williams, P.C.	2.50	Review, analyze healthcare regulatory action items re sale transaction (1.2); review, analyze regulatory scope issues re same (1.3).
02/16/25	Keli Huang	8.00	Review, revise asset purchase agreement issues list (3.9); review, analyze disclosure schedules re same (.6); research asset purchase agreement precedent (3.5).

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050116036
 Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/16/25	Cara Li	12.10	Research re American Freight sale process, liquidation (3.6); review, revise disclosure schedules re same (2.2); review, analyze diligence re same (1.8); draft sale issues list (1.2); research re 363 sale precedent (3.3).
02/16/25	Shawn OHargan, P.C.	1.10	Review, analyze asset purchase agreement precedent materials (.8); correspond with Wilkie team re same (.3).
02/16/25	Chris M. Salvatore	0.90	Review, analyze sale process materials.
02/16/25	Christina Welch	1.30	Review, revise sale transaction documents re IP, privacy considerations.
02/17/25	Matt Advani	5.60	Review, revise asset purchase agreement re tax issues (3.9); review, analyze issues re same (1.7).
02/17/25	John G. Caruso	1.50	Review, analyze asset purchase agreement (1.2); review, analyze issues list re same (.3).
02/17/25	Julia Fletcher	0.40	Research re asset purchase agreement consent language re non-governmental entities.
02/17/25	Rob Fowler, P.C.	0.80	Review, revise draft purchase agreement (.4); review, analyze incentive documentation re same (.2); correspond with M. Levine, K&E team re same (.2).
02/17/25	Kate Hardey	3.40	Review, analyze sale transaction background materials.
02/17/25	Kate Hardey	1.60	Review, analyze asset purchase agreement, related issues list, related healthcare permits (1.3); correspond with O. Kaufmann re same (.3).
02/17/25	Jackie Heffernan	0.50	Review, analyze asset purchase agreement.
02/17/25	Keli Huang	2.50	Review, revise sale signing checklist (.5); review, revise sale process issues list (1.); correspond with C. Salvatore re HSR filings re same (.5); correspond with J. Schlingbaum re transitional services agreement, trademark assignment agreement (.5).
02/17/25	Olivia Kaufmann	1.00	Review, analyze sale process materials.
02/17/25	Olivia Kaufmann	1.00	Review, analyze asset purchase agreement.
02/17/25	Olivia Kaufmann	1.00	Correspond with K. Hardey re asset purchase agreement, issues list re same.
02/17/25	Olivia Kaufmann	0.40	Review, analyze asset purchase agreement issues list.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050116036
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/17/25	Maddison Levine	0.60	Review, analyze asset purchase agreement (.4); correspond with K. Huang, K&E team re same (.2).
02/17/25	Cara Li	10.90	Draft issues list re asset purchase agreement (1.7); research re same (2.1); correspond with M. Levine, K&E team re same (.2); draft signing checklist (2.0); correspond with K. Huang, K&E team re proposed purchaser entity, antitrust issues (.5); draft, revise sale issues list re precedent research (2.5); correspond with K. Huang re same (.5); review, analyze sale and purchase agreement re disclosure schedules (1.4).
02/17/25	Srinithi Narayanan	0.20	Correspond with M. Levine, K&E team re sale process (.1); review, analyze background materials re same (.1).
02/17/25	Maureen D. O'Brien	1.00	Review, analyze asset purchase agreement (.5); draft issues list re same (.5).
02/17/25	Shawn OHargan, P.C.	1.00	Correspond with K. Huang, K&E team re sale process status (.4); review, analyze transaction documents re same (.6).
02/17/25	Maddison Malone Riddick	2.40	Review, analyze sale documents (1.3); review, revise asset purchase agreement issues list (.7); correspond with K. Huang, K&E team re same (.4).
02/17/25	Chris M. Salvatore	1.70	Draft, revise asset purchase agreement issues list.
02/17/25	Joanna Schlingbaum	1.40	Review, analyze asset purchase agreement (.8); review, revise issues list re same (.6).
02/17/25	Christina Welch	3.60	Review, analyze asset purchase agreement re IP and privacy issues (1.5); draft, revise issues list re same (.6); review, analyze trademark assignment agreement re material issues (1.5).
02/17/25	Dennis Williams, P.C.	0.90	Review, analyze asset purchase agreement re healthcare regulatory scope, regulatory considerations.
02/18/25	Matt Advani	0.60	Draft purchase price allocation methodology schedule re purchase agreement (.4); correspond with K. Fenty re same (.2).
02/18/25	Kate Hardey	0.40	Review, analyze permit issues re asset purchase agreement (.2); correspond with K. Huang, K&E team re same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050116036
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Keli Huang	4.00	Review, revise confidentiality agreement re sale process (.8); telephone conference with Ducera team re same (.2); review, revise issues list re same (2.0); telephone conference with Willkie re sale process, next steps (.5); telephone conference with S. OHargan, C. Li re same (.5).
02/18/25	Cara Li	7.70	Telephone conference with K. Huang, K&E team, Wilkie team, re sale process (.5); telephone conference with K. Huang, K&E team re same (.5); research re 363 sale precedent (3.1); correspond with M. O'Brien, K&E team re logistic arrangement re same (.5); draft, revise NDAs re sale process (2.3); correspond with M. Levine, K&E team re same (.8).
02/18/25	Srinithi Narayanan	0.20	Correspond with J. Schlingbaum, K&E team re trademark agreement re asset purchase agreement.
02/18/25	Maureen D. O'Brien	0.40	Review, analyze sale process background.
02/18/25	Shawn OHargan, P.C.	3.10	Telephone conference with K. Huang, K&E team re sale process issues list, next steps (.5); prepare for same (.8); review, revise sale issues list (.5); review, analyze asset purchase agreement (1.0); correspond with K. Huang, K&E team re sale process status (.3).
02/18/25	Joanna Schlingbaum	0.70	Review, analyze draft trademark assignment agreement (.2); draft issues list re same (.2); telephone conference with K. Huang re reverse transaction support agreement services (.3).
02/19/25	Keli Huang	3.10	Review, analyze asset purchase agreement (1.5); review, revise issues list re same (1.0); telephone conference with Ducera team re same, litigation issues (.6).
02/19/25	R.D. Kohut, P.C.	0.30	Review, analyze employment issues re sale process.
02/19/25	Cara Li	4.20	Review, analyze asset purchase agreement precedent, purchase price adjustment term (1.5); correspond with K. Huang re same (.5); review, revise NDAs re sale process (.5); correspond with PH re same (.5); review, revise issues list re sale process (1.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050116036
Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Srinithi Narayanan	0.40	Review, revise trademark assignment agreement.
02/19/25	Shawn OHargan, P.C.	0.60	Review, analyze sale process NDAs(.3); correspond with N. Warther, K&E team re asset purchase agreement tax issues (.3).
02/19/25	Chris M. Salvatore	0.30	Review, revise asset purchase agreement, issues list re same.
02/19/25	Dennis Williams, P.C.	0.90	Review, analyze healthcare regulatory scope, regulatory considerations re sale process.
02/20/25	Keli Huang	2.40	Review, revise sale process NDA (.8); correspond with M. Levine, J. Goldfine re litigation considerations (.3); telephone conference with Ducera team re same (.5); telephone conference with D. Hunter, K&E team re restructuring, sale process strategy, (.5); telephone conference with S. OHargan and C. Li re the same (.3).
02/20/25	Maddison Levine	0.90	Telephone conference with S. OHargan, K&E team re asset purchase agreement, sale matters (.5); prepare for same (.4).
02/20/25	Cara Li	0.70	Review, analyze sale process NDAs.
02/20/25	Brian Nakhaimousa	0.80	Conference with K. Huang, K&E team re sale matters (.5); prepare for same (.3).
02/20/25	Maureen D. O'Brien	1.00	Telephone conference with M. Levine, K&E team re sale process status (.5); correspond with M. Levine, K&E team re purchase agreement (.5).
02/20/25	Shawn OHargan, P.C.	2.60	Telephone conference with M. Levine, K&E team re litigation matters and asset purchase agreement implementation (.5); telephone conference with M. Levine, K&E team, lender advisors re same (.8); review, analyze franchise agreement (.3); review, revise tax estimates, plan draft re sale issues (1.0).
02/20/25	Michael A. Sloman	1.10	Telephone conference with M. Levine, K&E team re sale process status (.5); review, analyze asset purchase agreement and issues list re same (.6).
02/21/25	Keli Huang	1.00	Review and revise sale process NDA (.7); review, analyze precedent re same (.3).

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050116036
 Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/21/25	Cara Li	4.00	Review, revise sale process NDA (1.2); research re NDA precedent (1.3); correspond with K. Huang, PH, Ducera team re same (.5); draft, revise issues list re same (1.0).
02/21/25	Dominick Vito Manetta	0.20	Compile, review lender NDAs.
02/21/25	Shawn OHargan, P.C.	3.10	Review, analyze sale process NDA (.3); telephone conference with C. Li, K&E team re same (.3); review, revise asset purchase agreement issues list (2.5).
02/21/25	Michael A. Sloman	4.20	Review, revise asset purchase agreement (2.8); review, revise issues list re same (1.4).
02/22/25	Keli Huang	0.30	Review, revise asset purchase agreement issues list.
02/22/25	Cara Li	2.20	Review, revise asset purchase agreement issues list (1.7); review, analyze asset purchase agreement re same (.5).
02/23/25	Keli Huang	0.70	Review, revise asset purchase agreement issues list.
02/23/25	Cara Li	0.40	Correspond with K. Huang re asset purchase agreement issues list (.1); draft, revise same (.3).
02/24/25	Rachel Golden	0.90	Correspond with potential bidder re potential bid (.1); draft correspondence re same (.3); conference with B. Nakhaimousa re same (.5).
02/24/25	Keli Huang	0.30	Telephone conference with potential buyer re NDA.
02/24/25	Keli Huang	1.10	Telephone conference S. OHargan and C. Li re next steps re sale (.4); correspond with Ducera team re asset purchase agreement issues list call and equity financing (.7).
02/24/25	Cara Li	3.10	Draft, revise asset purchase agreement issues list (1.6) review, analyze sale process NDAs, open items re same (1.5).
02/24/25	Shawn OHargan, P.C.	1.50	Telephone conference with M. Levine, K&E team, Alix team re sale process (.5); correspond with K. Huang, C. Li re asset purchase agreement issues list (.3); review, analyze diligence, sale process updates (.7).
02/25/25	Cara Li	1.20	Correspond with Citi re sale process (.6) telephone conference with K. Huang, K&E team, Company re sale process status (.5) correspond with Company re asset purchase agreement issues list (.1).

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Asset Sales/Section 363/Use, Sale, and

Invoice Number: 1050116036
 Matter Number: 58395-8

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Srinithi Narayanan	0.40	Correspond with K. Huang, K&E team re asset purchase agreement issues list.
02/25/25	Shawn OHargan, P.C.	0.50	Review, revise escrow agreement terms (.3); telephone conference with M. Levine, B. Nakhaimousa re asset purchase agreement (.2).
02/27/25	Keli Huang	0.50	Telephone conference with Company, Company advisors re sale process.
02/27/25	Cara Li	0.50	Telephone conference with M. Levine, K&E team, lender professionals re sale process.
02/27/25	Shawn OHargan, P.C.	0.50	Telephone conference with Company, Company advisors re sale process.
02/28/25	Mary Catherine Young	0.40	Telephone conference with Alix team re Hilco liquidation fee issue (.2); review, analyze consulting agreement re same (.2).
Total		158.30	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: A

Invoice Number: 1050116037

Client Matter: 58395-9

In the Matter of Executory Contracts and Unexpired Leases

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 96,363.50

Total legal services rendered

\$ 96,363.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050116037
 Matter Number: 58395-9

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	6.60	1,065.00	7,029.00
Ziv Ben-Shahar	20.30	1,195.00	24,258.50
Caroline Buthe	1.10	880.00	968.00
Jacob R. Clark	1.50	1,725.00	2,587.50
Julia Fletcher	7.00	880.00	6,160.00
Rachel Golden	1.90	1,195.00	2,270.50
Maddison Levine	4.00	1,465.00	5,860.00
Dominick Vito Manetta	13.90	880.00	12,232.00
Brian Nakhaimousa	3.30	1,465.00	4,834.50
Michael A. Sloman	1.10	1,375.00	1,512.50
Quin Wetzel	3.90	1,065.00	4,153.50
Mary Catherine Young	20.50	1,195.00	24,497.50
TOTALS	85.10		\$ 96,363.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050116037
Matter Number: 58395-9

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/21/25	Ziv Ben-Shahar	1.90	Correspond with M. Levine, K&E team, YC team, Alix team re cure outreach (.5); review, analyze issues re same (1.4).
02/22/25	Mary Catherine Young	0.80	Review, analyze landlord correspondence re lease agreement (.4); correspond with J. Clark, K&E team re same (.4).
02/24/25	Ziv Ben-Shahar	3.00	Conference with YC team, Alix team, Q. Wetzel, K&E team re contract cures (.6); review, analyze cure summaries re same (.5); review, analyze issues re cure objections (1.9).
02/24/25	Caroline Buthe	0.80	Draft summary re outstanding lease issues.
02/24/25	Jacob R. Clark	1.10	Review, analyze lease agreement (.8); correspond with M. Levine, K&E team re same (.3).
02/24/25	Julia Fletcher	2.40	Research, analyze setoff rights (1.8); draft summary re same (.6).
02/24/25	Maddison Levine	0.50	Correspond with M. Young, K&E team re lease matters (.3); review, analyze issues re same (.2).
02/24/25	Maddison Levine	0.40	Correspond with Alix team, Z. Ben-Shahar, K&E team re cure status, open items.
02/24/25	Dominick Vito Manetta	5.20	Telephone conference with B. Nakhaimousa, K&E team, Alix team, YC team re cure amounts, disputes (.4); draft, revise cure objection summary (3.9); review, analyze issues re same (.9).
02/24/25	Quin Wetzel	2.30	Review, analyze cures summary (1.0); correspond with Z. Ben-Shahar, K&E team, YC team re outstanding cures objections (.6); correspond with D. Manetta, K&E team re cures issues (.3); review, analyze same (.4).
02/24/25	Mary Catherine Young	4.90	Review, analyze correspondence from Company advisors re lease, executory contract assumption and rejection issues (1.3); review, analyze documents, materials re same (3.0); review, analyze post-petition lease re bankruptcy considerations (.6).

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050116037
 Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Ziv Ben-Shahar	4.70	Correspond with lease counterparties re cure objections (1.4); review, analyze issues re same (1.0); correspond with M. Beauchamp, K&E team re same, next steps (1.4); review, revise summary re same (.5); conference with Q. Wetzel, K&E team re cure objections (.4).
02/25/25	Jacob R. Clark	0.40	Review, analyze lease issues (.2); draft summary re same (.1); correspond with M. Young, K&E team re same (.1).
02/25/25	Maddison Levine	0.90	Review, revise lease agreement (.4); correspond with M. Young re same (.3); review, analyze precedent re same (.2).
02/25/25	Dominick Vito Manetta	2.80	Draft, revise cure claim objection summary (2.1); review, analyze objection, related issues re same (.7).
02/25/25	Brian Nakhaimousa	0.20	Correspond with M. Young re executory contract matter re American Freight.
02/25/25	Michael A. Sloman	0.70	Telephone conference with M. Young, Alix re lease guaranty considerations (.2); review, analyze considerations re same (.5).
02/25/25	Quin Wetzel	1.60	Review, revise cures summary (.6); correspond with D. Manetta, K&E team re same (.3); review, analyze cures materials (.5); correspond with Z. Ben-Shahar, K&E team re same (.2).
02/25/25	Mary Catherine Young	5.10	Review, revise lease, contract rejection motion, order (.9); review, revise lease agreement (.8); review, analyze lease amendment (.5); review, revise lease amendment (.3); correspond with landlords, contract counterparties, M. Sloman, K&E team re lease amendment, assumption, rejection issues (1.1); correspond with M. Levine, K&E team re same (1.0); telephone conference with Alix team re same (.5).
02/26/25	Michael Beauchamp	0.50	Review, analyze summary re outstanding cure objections (.4); correspond with D. Manetta, K&E team re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050116037
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Ziv Ben-Shahar	5.50	Correspond with Alix team re cure objections (1.1); correspond with B. Nakhaimousa, K&E team re cure objection litigation (.4); research, analyze issues re same (2.3); correspond with counterparties re cure objections (.7); correspond with M. Young, K&E team re same (.2); correspond with M. Beauchamp, Q. Wetzel, K&E team re cure objections (.8).
02/26/25	Caroline Buthe	0.30	Review, revise summaries re lease issues.
02/26/25	Julia Fletcher	2.40	Research re post-petition termination fees (1.7); review, analyze leases, executory contract cure schedules (.7).
02/26/25	Julia Fletcher	1.00	Telephone conference with Alix team re outstanding lease issues (.6); review, analyze same (.4).
02/26/25	Rachel Golden	1.90	Correspond with Company, Alix team, J. Fletcher, K&E team re executory contracts (.8); review, analyze material contracts re assumption considerations (.5); conference with M. Levine, Alix team re same (.6).
02/26/25	Maddison Levine	1.40	Review, revise lease amendments (.4); correspond with M. Young, K&E team re same (.2); review, analyze lease rejection motion (.5); correspond with M. Young, K&E team re same (.3).
02/26/25	Dominick Vito Manetta	1.70	Review, revise cure objection summary (1.5); correspond with M. Young, K&E team re same, lease rejections, assumptions (.2).
02/26/25	Brian Nakhaimousa	1.40	Conference with M. Young, K&E team, counsel to lease counterparty re lease amendment (.5); correspond with Company re executory contract issue (.1); correspond with R. Golden, K&E team re same (.2); review, analyze materials re same (.6).
02/26/25	Michael A. Sloman	0.30	Telephone conference with M. Young re unexpired lease considerations (.2); review, analyze issues re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Executory Contracts and Unexpired Leases

Invoice Number: 1050116037
Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Mary Catherine Young	5.30	Review, analyze correspondence from Company advisors re ongoing lease, executory contract workstreams (1.3); review, revise lease, contract rejection motion (1.1); conference with landlord counsel re lease (.4); conference with M. Levine, K&E team re same (.2); review, analyze issues re same (.5); conference with M. Sloman, K&E team re lease amendment issue (.3); conference with Company re same (.5); review, analyze considerations re same (1.0).
02/27/25	Michael Beauchamp	1.40	Review, analyze summary re outstanding cure objections (.4); correspond with Z. Ben-Shahar, K&E team re same (.2); review, analyze cure objections (.5); review, analyze motion to assume cure amounts (.3).
02/27/25	Ziv Ben-Shahar	4.40	Correspond with Alix re cure objections (.9); correspond with counterparties re same (.4); review, analyze correspondences from M. Beauchamp, K&E team, cure counterparties re same (1.6); review, analyze issues re cure objection (1.5).
02/27/25	Dominick Vito Manetta	0.80	Draft, revise summaries re cure disputes.
02/27/25	Brian Nakhaimousa	0.50	Review, revise omnibus objection motion (.3); correspond with M. Young re same (.1); correspond with M. Sloman re HQ relocation (.1).
02/27/25	Michael A. Sloman	0.10	Telephone conference with YC re lease issues.
02/27/25	Mary Catherine Young	2.40	Correspond with landlords re lease amendment, agreement revisions (.3); conference with landlords re same (.3); review, analyze issues re security deposit setoff (.7); research re same (.3); review, analyze lease rejection motion issues (.4); correspond and conference with YC team re same (.4).
02/28/25	Michael Beauchamp	4.70	Review, analyze lease dispute summary, related objections, notices, other materials re outstanding cure disputes (3.1); telephone conference with counsel to landlord re same (.2); correspond with contract counterparties, Z. Ben-Shahar, K&E team re same (1.4).
02/28/25	Ziv Ben-Shahar	0.80	Review, analyze issues re cure disputes.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Executory Contracts and Unexpired Leases

Invoice Number: 1050116037
 Matter Number: 58395-9

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Julia Fletcher	1.20	Conference with M. Young, K&E team, YC team re lease rejection issues (.7); review, revise executory contract rejection summary (.5).
02/28/25	Maddison Levine	0.80	Telephone conference with M. Young, K&E team, YC team re lease rejection process (.5); review, analyze lease agreements re same (.3).
02/28/25	Dominick Vito Manetta	3.40	Review, revise cure objection summary (.7); review, analyze objection to cure costs (.3); draft correspondence to lease counterparties re cure claim disputes (2.4).
02/28/25	Brian Nakhaimousa	1.20	Conference with M. Levine, K&E team, YC re rejection matters (.5); review, analyze issues re same (.3); correspond with M. Young re rejection of leases (.1); review, analyze issues, next steps re same (.3).
02/28/25	Mary Catherine Young	2.00	Conference with YC team re lease, contract rejection issues (.5); correspond with M. Levine, K&E team re same (.5); review, analyze considerations re same (.6); review, analyze lease agreement, amendment issues (.4).
Total		85.10	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116038

Client Matter: 58395-10

In the Matter of Business Operations

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 8,858.50

Total legal services rendered

\$ 8,858.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Business Operations

Invoice Number: 1050116038
Matter Number: 58395-10

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Julia Fletcher	2.40	880.00	2,112.00
Maddison Levine	0.50	1,465.00	732.50
Brian Nakhaimousa	3.00	1,465.00	4,395.00
Michael A. Sloman	0.80	1,375.00	1,100.00
Josh Sussberg, P.C.	0.20	2,595.00	519.00
TOTALS	6.90		\$ 8,858.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Business Operations

Invoice Number: 1050116038
Matter Number: 58395-10

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Josh Sussberg, P.C.	0.20	Review, analyze issues re business considerations.
02/17/25	Brian Nakhaimousa	1.00	Conference with D. Hunter, K&E team, Company re status, next steps.
02/18/25	Brian Nakhaimousa	2.00	Conference with AlixPartners, M. Levine, K&E team re business degradation (1.0); conference with Ducera, Company, AlixPartners, D. Hunter, K&E team re status update, next steps (1.0).
02/21/25	Julia Fletcher	1.40	Draft notice of change of address.
02/21/25	Maddison Levine	0.50	Correspond with Company, M. Sloman, K&E team re Company address change (.2); correspond with M. Sloman, K&E team, Alix team re notice, lease rejection re same (.3).
02/21/25	Michael A. Sloman	0.50	Review, revise notice of address change (.3); correspond with J. Fletcher re same (.2).
02/27/25	Julia Fletcher	1.00	Review, revise notice of change of address.
02/27/25	Michael A. Sloman	0.30	Review, revise notice of address change.
Total		6.90	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116039

Client Matter: 58395-11

In the Matter of Claims Administration

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 37,172.50

Total legal services rendered

\$ 37,172.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050116039
Matter Number: 58395-11

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	7.50	1,065.00	7,987.50
Caroline Buthe	3.70	880.00	3,256.00
Nicole L. Greenblatt, P.C.	0.70	2,595.00	1,816.50
Derek I. Hunter	0.70	1,735.00	1,214.50
Maddison Levine	1.40	1,465.00	2,051.00
Drew Maliniak	0.40	1,725.00	690.00
Brian Nakhaimousa	5.70	1,465.00	8,350.50
Josh Sussberg, P.C.	0.80	2,595.00	2,076.00
Quin Wetzal	8.80	1,065.00	9,372.00
Mary Catherine Young	0.30	1,195.00	358.50
TOTALS	30.00		\$ 37,172.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050116039
Matter Number: 58395-11

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Maddison Levine	0.60	Review, analyze claims register, related matters (.3); correspond with Alix team, B. Nakhaimousa, K&E team re same (.3).
02/14/25	Brian Nakhaimousa	0.20	Correspond with D. Manetta, K&E team re open issues.
02/16/25	Drew Maliniak	0.40	Correspond with M. Young re administrative expenses.
02/20/25	Nicole L. Greenblatt, P.C.	0.70	Conference with J. Goldfine, K&E team re BMH cure objection, next steps.
02/20/25	Derek I. Hunter	0.70	Conference with J. Goldfine, K&E team re BMH cure objection, next steps.
02/20/25	Brian Nakhaimousa	1.70	Conference with J. Goldfine, K&E team re BMH cure objection, next steps (.7); review, analyze BMH cure objection, related transcripts re same (1.0).
02/21/25	Caroline Buthe	0.90	Review, analyze proofs of claim (.7); telephone conference with M. Young, K&E team re same (.1); correspond with B. Nakhaimousa, K&E team re same (.1).
02/21/25	Brian Nakhaimousa	1.50	Conference with Company, J. Goldfine, K&E team, AlixPartners, Ducera, re BMH cure objection (.7); prepare for same (.6); correspond with J. Goldfine re same (.2).
02/22/25	Caroline Buthe	1.10	Review, analyze proof of claims (.7); draft summary re same (.4).
02/23/25	Caroline Buthe	0.50	Review, analyze proof of claims (.3); correspond with B. Nakhaimousa, K&E team re same (.2).
02/23/25	Josh Sussberg, P.C.	0.80	Telephone conference with N. Greenblatt, K&E team, Alix team re claims and next steps.
02/24/25	Caroline Buthe	1.10	Review, analyze proof of claims (.4); draft summary re same (.5); correspond with B. Nakhaimousa, K&E team re same (.1); telephone conference with M. Young, K&E team re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Claims Administration

Invoice Number: 1050116039
Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Brian Nakhaimousa	1.10	Conference with AlixPartners, YC, Z. Ben-Shahar, K&E team re cure matters (.5); correspond with Z. Ben-Shahar re same (.1); review, analyze issues, related strategy re same (.5).
02/25/25	Michael Beauchamp	0.50	Correspond with B. Nakhaimousa, M. Levine, K&E team re potential claims (.2); review, analyze related materials re same (.3).
02/25/25	Michael Beauchamp	1.70	Review, analyze insurance motion re cure dispute (.6); correspond with counsel to claimholders re same (.3); conference with Z. Ben-Shahar re same (.2); telephone conference with claimholder counsel re same (.2); draft summary re same (.4).
02/26/25	Michael Beauchamp	1.30	Review, revise summary re potential claims (.4); conference with B. Nakhaimousa re same (.1); correspond with Alix team, Kroll team, B. Nakhaimousa, K&E team re same (.6); telephone conference with counsel to claimholders re same (.2).
02/26/25	Caroline Buthe	0.10	Correspond with B. Nakhaimousa, K&E team re proof of claims.
02/26/25	Maddison Levine	0.80	Telephone conference with B. Nakhaimousa, K&E team re Buddy claims issues (.2); correspond with B. Nakhaimousa, K&E team re same (.2); review, analyze proof of claims, correspondence from Alix re same (.4).
02/26/25	Brian Nakhaimousa	0.80	Conference with Z. Ben-Shahar, M. Levine re BMH issues (.3); review, analyze BMH materials (.4); correspond with J. Goldfine re BMH cure objection (.1).
02/26/25	Quin Wetzel	1.90	Review, revise claims objection (1.7); correspond with Z. Ben-Shahar, K&E team re same (.2).
02/26/25	Mary Catherine Young	0.30	Correspond with PSJZ re proof of claim filing extension.
02/27/25	Michael Beauchamp	4.00	Review, analyze materials re potential claims (1.8); research, analyze issues re same (1.9); telephone conference with counsel to potential claimholders re same (.3).
02/27/25	Brian Nakhaimousa	0.10	Correspond with Z. Ben-Shahar re cure matter.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Claims Administration

Invoice Number: 1050116039
 Matter Number: 58395-11

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Quin Wetzel	3.20	Review, revise claims objection (1.9); correspond with Z. Ben-Shahar, K&E team re same (.4); review, analyze local rules re same (.6); draft summary re same (.3).
02/28/25	Brian Nakhaimousa	0.30	Correspond with M. Beauchamp re cure matters (.1); review, analyze issues re same (.2).
02/28/25	Quin Wetzel	3.70	Review, revise claims objection (1.7); correspond with Z. Ben-Shahar re same (.3); review, analyze claims schedules (.7); research local rules re claims objection (1.0).
Total		30.00	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116041

Client Matter: 58395-13

In the Matter of Creditor and Stakeholder Communications

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 101,258.50

Total legal services rendered

\$ 101,258.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Creditor and Stakeholder Communications

Invoice Number: 1050116041
 Matter Number: 58395-13

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	3.50	2,015.00	7,052.50
James B. Dickson	0.80	1,815.00	1,452.00
Julia Fletcher	9.00	880.00	7,920.00
Jeffrey Ross Goldfine	2.10	1,745.00	3,664.50
Nicole L. Greenblatt, P.C.	0.50	2,595.00	1,297.50
Keli Huang	0.50	1,725.00	862.50
Derek I. Hunter	6.10	1,735.00	10,583.50
Maddison Levine	16.90	1,465.00	24,758.50
Melanie MacKay	0.40	1,695.00	678.00
Mark McKane, P.C.	2.50	2,265.00	5,662.50
Brian Nakhaimousa	4.40	1,465.00	6,446.00
Gregory B. Sanford	0.90	1,745.00	1,570.50
Josh Sussberg, P.C.	10.90	2,595.00	28,285.50
Eric J. Tarosky	1.00	1,025.00	1,025.00
TOTALS	59.50		\$ 101,258.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050116041
Matter Number: 58395-13

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Maddison Levine	0.80	Telephone conference with PH team, J. Sussberg, K&E team re case introduction, open items, next steps (.5); prepare for same (.3).
02/14/25	Mark McKane, P.C.	0.60	Conference with PH, J. Sussberg, K&E team re pending issues (.5); prepare for same (.1).
02/14/25	Brian Nakhaimousa	0.50	Conference with N. Greenblatt, J. Sussberg, K&E team, Paul Hastings re status, background.
02/14/25	Josh Sussberg, P.C.	0.80	Correspond with White & Case re status and hearing (.3); correspond with White & Case re potential settlement and professional fee run (.5).
02/17/25	Derek I. Hunter	2.50	Conferences with lender advisors re pending issues, potential settlement (2.0); correspond with lender advisors re same (.5).
02/17/25	Maddison Levine	1.10	Telephone conference with J. Sussberg, K&E team, Ducera team, Alix team, PH, 1L lenders, Lazard re status, potential settlement (.7); prepare for same (.4).
02/17/25	Brian Nakhaimousa	0.70	Conference with Ducera, AlixPartners, D. Hunter, K&E team, Paul Hastings re advisor call.
02/18/25	Julia Fletcher	0.30	Draft stakeholder outreach summary.
02/18/25	Derek I. Hunter	0.80	Telephone conference with M. Levine, K&E team, Company, Company advisors, first lien lender advisors re case status, next steps (.7); prepare for same (.1).
02/18/25	Maddison Levine	1.80	Correspond with PH team re DIP/RSA milestone extensions (.2); review, analyze DIP, RSA re same (.4); correspond with W&C re disclosure statement issues (.3); review, analyze W&C comments to same (.9).
02/18/25	Mark McKane, P.C.	0.70	Conference with Paul Hastings team re contested disclosure statement hearing (.5); prepare for conference with Paul Hastings team re same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050116041
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Maddison Levine	2.40	Correspond with PH, Lazard, W&C, Akin, J. Sussberg, K&E team re disclosure statement, plan, related open items (1.0) conference with PH, Lazard, W&C, Akin, J. Sussberg, K&E team re same (.9); review, analyze issues re same (.5).
02/20/25	James B. Dickson	0.80	Telephone conference with M. Levine, K&E team, Company, Company advisors, first lien lender advisors re case status, next steps.
02/20/25	Maddison Levine	1.10	Telephone conference with Alix, Ducera team, D. Hunter, K&E team, PH, Lazard re case status, open items (.7); draft agenda re same (.2); correspond with B. Nakhaimousa, K&E team re same (.2).
02/20/25	Brian Nakhaimousa	1.10	Conference with D. Hunter, K&E team, AlixPartners, Paul Hastings, Lazard re case status, next steps (.7); review agenda re same (.2); correspond with M. Levine, K&E team re same (.2).
02/20/25	Josh Sussberg, P.C.	1.70	Telephone conference with M. Levine, K&E team, lender advisors re case status (.2); telephone conference with Company and Alix team re same (.2); correspond with W&C and PH team re lender meeting (.4); telephone conference with Company re status and lenders (.3); correspond with W&C re next steps (.4); correspond with N. Greenblatt, K&E team re lender information requests and next steps (.2).
02/21/25	Julia Fletcher	0.60	Review, revise stakeholder outreach summary.
02/21/25	Melanie MacKay	0.40	Conference with White & Case team re discovery.
02/21/25	Josh Sussberg, P.C.	1.60	Correspond with Company re meeting with W&C and PH team (.3); telephone conference with PH team re same (.2); telephone conference with Company re same (.3); correspond with Lazard re executive search firms (.2); correspond with Company re same (.2); telephone conference with Ducera team re lender negotiations (.2); correspond with Company re lender meetings and next steps (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050116041
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Bill Arnault, P.C.	1.60	Telephone conference with first lien lenders, lender advisors, Company advisors re settlement (.5); prepare for same (1.1).
02/24/25	Julia Fletcher	2.10	Review, revise stakeholder outreach summary (1.3); review, analyze stakeholder communications, issues re same (.8).
02/24/25	Jeffrey Ross Goldfine	0.50	Telephone conference with B. Arnault, K&E team, Paul Hastings team, advisors re deal status, litigation considerations, next steps.
02/24/25	Nicole L. Greenblatt, P.C.	0.50	Conference with B. Arnault, D. Hunter, K&E team, Paul Hastings, Ducera, AlixPartners, Lazard re status, next steps.
02/24/25	Keli Huang	0.50	Telephone conference with B. Arnault, K&E team, Paul Hastings, Ducera, AlixPartners, Lazard re status, next steps.
02/24/25	Derek I. Hunter	0.50	Conference with B. Arnault, K&E team, Paul Hastings, Ducera, AlixPartners, Lazard re status, next steps.
02/24/25	Maddison Levine	2.90	Telephone conference with D. Hunter, K&E team, Ducera team, Alix team, PH, Lazard re case status, open items (.5); prepare for same (.4); correspond with J. Sussberg, K&E team, Company advisors re lender meeting coordination, next steps re same (.5); draft summary re same (.6); correspond with lender advisors re same (.4); review, analyze creditor outreach summary (.3); correspond with J. Fletcher, K&E team re same (.2).
02/24/25	Brian Nakhaimousa	0.80	Conference with D. Hunter, K&E team, Paul Hastings, Ducera, AlixPartners, Lazard re status, next steps (.5); prepare for same (.3).
02/25/25	Bill Arnault, P.C.	1.30	Review, analyze materials re lender settlement meeting (.8); review, analyze issues re same (.5).
02/25/25	Julia Fletcher	3.00	Review, revise stakeholder outreach summary.
02/25/25	Maddison Levine	0.90	Correspond with lender advisors, Company advisors re lender meeting (.4); prepare for same (.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050116041
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Josh Sussberg, P.C.	1.10	Conference with White & Case re settlement construct (.7); correspond with Company re same and next steps (.3); telephone conference with Company re lender status (.1).
02/26/25	Bill Arnault, P.C.	0.60	Prepare for lender settlement meeting.
02/26/25	Julia Fletcher	2.20	Review, revise stakeholder outreach summary.
02/26/25	Maddison Levine	1.50	Prepare for lender settlement meeting (.8); correspond with N. Greenblatt, K&E team, Ducera, Alix teams re same (.4); telephone conference with N. Greenblatt, K&E team, Ducera, Alix teams re same (.3).
02/26/25	Josh Sussberg, P.C.	1.80	Telephone conference with N. Greenblatt, K&E team, Ducera team, Alix team re settlement preparation and next steps (.4); telephone conference with Paul Hasting re status (.1); correspond with N. Greenblatt, K&E team re meeting with lenders and next steps (.7); telephone conference with White and Case re same (.2); telephone conference with Company re same (.2); telephone conference with Lazard re settlement and next steps (.2).
02/27/25	Julia Fletcher	0.50	Review, revise stakeholder outreach summary.
02/27/25	Jeffrey Ross Goldfine	1.60	Conference with J. Sussberg, K&E team, Paul Hasting team, 1L lenders and advisors re settlement (1.0); prepare for same (.6).
02/27/25	Derek I. Hunter	2.30	Conference with J. Sussberg, K&E team, Ducera, AlixPartners, 1L lenders, Paul Hastings, Lazard re settlement (1.3); conference with Ducera, AlixPartners, J. Sussberg, K&E team re settlement conference with 1L lenders (1.0).
02/27/25	Maddison Levine	4.40	Conference with J. Sussberg, K&E team, Ducera team, Alix team, 1L lenders, 1L lender advisors re settlement (1.3); prepare for same (1.1); review, analyze materials re same (.4); review, revise settlement term sheet re same (.7); conference with Ducera team, Alix team, J. Sussberg, K&E team re same (.9).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Creditor and Stakeholder Communications

Invoice Number: 1050116041
Matter Number: 58395-13

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Mark McKane, P.C.	1.20	Conferences with J. Sussberg, K&E team, Ducera, AlixPartners, 1L lender advisors, 2L lender advisors, Company re settlement discussions.
02/27/25	Brian Nakhaimousa	1.30	Conference with J. Sussberg, K&E team, Ducera, AlixPartners, 1L lenders, Paul Hastings, Lazard re settlement.
02/27/25	Josh Sussberg, P.C.	3.70	Attend meeting with M. M. McKane, M. Levine, K&E team, Company advisors, 1L lenders, and 1L advisors re settlement (1.1); conference with Company advisors and Company re same (1.2); telephone conference with Company re LTIP plan and settlement status (.6); telephone conference with Company re lender issues (.2); correspond with 1L advisors re principal discussions and settlement proposal (.4); correspond with Company re settlement discussions (.2).
02/28/25	Julia Fletcher	0.30	Review and revise creditor outreach tracker.
02/28/25	Gregory B. Sanford	0.90	Conference with Ducera team, Paul Hasting team, J. Goldfine, K&E team, Lazard team re valuation (.7); telephone conference with J. Goldfine re same (.2).
02/28/25	Josh Sussberg, P.C.	0.20	Correspond with PH and W&C re settlement status.
02/28/25	Eric J. Tarosky	1.00	Conference with Ducera team and Lazard teams re FRG valuation.
Total		59.50	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116042

Client Matter: 58395-14

In the Matter of U.S. Trustee Matters and Communications

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 4,562.50

Total legal services rendered

\$ 4,562.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
U.S. Trustee Matters and Communications

Invoice Number: 1050116042
Matter Number: 58395-14

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Julia F. Burnson	0.20	685.00	137.00
Julia Fletcher	1.20	880.00	1,056.00
Maddison Levine	1.80	1,465.00	2,637.00
Brian Nakhaimousa	0.50	1,465.00	732.50
TOTALS	3.70		\$ 4,562.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 U.S. Trustee Matters and Communications

Invoice Number: 1050116042
 Matter Number: 58395-14

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Maddison Levine	0.40	Correspond with YC team re U.S. Trustee plan issues, open items.
02/17/25	Maddison Levine	1.10	Telephone conference with D. Hunter, K&E team, U.S. Trustee, YC team re case status, open items (.5); review, analyze material pleadings, open items re same (.6).
02/24/25	Julia F. Burnson	0.20	Correspond with M. Levine, K&E team re 341 meeting.
02/24/25	Julia Fletcher	1.20	Review, analyze 341 transcript (.7); draft summary re same (.5).
02/24/25	Maddison Levine	0.30	Correspond with YC team, U.S. Trustee re continued 341 meeting.
02/26/25	Brian Nakhaimousa	0.50	Correspond with J. Fletcher, K&E team, YC re continued 341 meeting.
Total		3.70	

KIRKLAND & ELLIS LLP

AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116043

Client Matter: 58395-15

In the Matter of Hearings

For legal services rendered through February 28, 2025
(see attached Description of Legal Services for detail)

\$ 105,016.00

Total legal services rendered

\$ 105,016.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Hearings

Invoice Number: 1050116043
 Matter Number: 58395-15

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bill Arnault, P.C.	3.10	2,015.00	6,246.50
Julia F. Burnson	1.70	685.00	1,164.50
Jeffrey Ross Goldfine	3.40	1,745.00	5,933.00
Nicole L. Greenblatt, P.C.	10.30	2,595.00	26,728.50
Derek I. Hunter	6.90	1,735.00	11,971.50
Maddison Levine	10.00	1,465.00	14,650.00
Christian Mancino	3.10	395.00	1,224.50
Dominick Vito Manetta	0.60	880.00	528.00
Mark McKane, P.C.	5.60	2,265.00	12,684.00
Brian Nakhaimousa	4.00	1,465.00	5,860.00
Sarah Osborne	0.30	1,065.00	319.50
Josh Sussberg, P.C.	6.70	2,595.00	17,386.50
Ishaan G. Thakran	0.30	1,065.00	319.50
TOTALS	56.00		\$ 105,016.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050116043
Matter Number: 58395-15

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Maddison Levine	0.80	Review, revise disclosure statement hearing agenda (.3); review, analyze pleadings re same (.3); correspond with YC team re same (.2).
02/16/25	Julia F. Burnson	0.90	Correspond with YC team re disclosure statement hearing (.3); correspond with M. Levine re same (.2); coordinate conference line re same (.4).
02/16/25	Maddison Levine	0.60	Coordinate disclosure statement hearing logistics (.4); correspond with J. Burnson, K&E team re same (.2).
02/17/25	Nicole L. Greenblatt, P.C.	2.80	Review, analyze materials re disclosure statement hearing (1.8); prepare talking points re same (1.0).
02/18/25	Julia F. Burnson	0.80	Correspond with YC team re disclosure statement hearing logistics (.5); coordinate same (.3).
02/18/25	Maddison Levine	0.90	Review, revise hearing agenda (.3); correspond with YC team re same (.2); review, revise notice of amended deal documents (.2); correspond with YC team re same (.2).
02/18/25	Christian Mancino	0.10	Correspond with J. Foster re 2.19.25 hearing preparation.
02/18/25	Dominick Vito Manetta	0.60	Compile, plan, disclosure statements re disclosure statement hearing preparation.
02/19/25	Bill Arnault, P.C.	3.10	Participate in disclosure statement hearing.
02/19/25	Jeffrey Ross Goldfine	3.40	Telephonically attend disclosure statement hearing.
02/19/25	Nicole L. Greenblatt, P.C.	7.50	Attend disclosure statement hearing and status conference (3.6); prepare for same (3.9).
02/19/25	Derek I. Hunter	6.90	Prepare for disclosure statement hearing (3.3); attend same (3.6).
02/19/25	Maddison Levine	7.50	Attend disclosure statement hearing (3.6); prepare for same (3.9).
02/19/25	Christian Mancino	3.00	Telephonically attend disclosure statement hearing to assist attorneys and monitor lines.
02/19/25	Mark McKane, P.C.	2.60	Participate in contested disclosure statement and scheduling hearing.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Hearings

Invoice Number: 1050116043
Matter Number: 58395-15

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Mark McKane, P.C.	3.00	Prepare for contested disclosure statement and scheduling hearing (1.6); conference with J. Sussberg, N. Greenblatt re case strategy (.5); draft talking points re motion to adjourn and confirmation scheduling issues (.9).
02/19/25	Brian Nakhaimousa	3.60	Attend disclosure statement hearing.
02/19/25	Josh Sussberg, P.C.	3.70	Attend status conference and disclosure statement hearing.
02/19/25	Josh Sussberg, P.C.	3.00	Prepare for status conference and disclosure statement hearing (2.3); conference with N. Greenblatt, M. McKane, D. Hunter re same (.7).
02/20/25	Brian Nakhaimousa	0.30	Correspond with YC re DS hearing presentation.
02/26/25	Maddison Levine	0.20	Review, revise CoC re omnibus hearing date.
02/26/25	Sarah Osborne	0.30	Review, revise notice of hearing.
02/28/25	Brian Nakhaimousa	0.10	Correspond with YC re noticing re omnibus hearing.
02/28/25	Ishaan G. Thakran	0.30	Correspond with M. Levine, K&E team, Kroll team re cancellation of hearing.
Total		56.00	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116044
Client Matter: 58395-16

In the Matter of Insurance and Surety Matters

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 2,789.00</u>
Total legal services rendered	\$ 2,789.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Insurance and Surety Matters

Invoice Number: 1050116044
Matter Number: 58395-16

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Caroline Buthe	0.40	880.00	352.00
Maddison Levine	0.60	1,465.00	879.00
Brian Nakhaimousa	0.70	1,465.00	1,025.50
Ishaan G. Thakran	0.50	1,065.00	532.50
TOTALS	2.20		\$ 2,789.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Insurance and Surety Matters

Invoice Number: 1050116044
 Matter Number: 58395-16

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/20/25	Ishaan G. Thakran	0.50	Research re insurance obligations (.3); correspond with M. Levine, K&E team re same (.2).
02/24/25	Caroline Buthe	0.20	Review, analyze D&O insurance policies.
02/24/25	Caroline Buthe	0.20	Review, analyze D&O insurance policies.
02/24/25	Maddison Levine	0.60	Review, analyze D&O insurance policies (.4); correspond with Company, Morris Nichols re same (.2).
02/28/25	Brian Nakhaimousa	0.70	Conference with J. Raphael, K&E team re insurance matter (.5); review, analyze issues re same (.2).
Total		2.20	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116045
Client Matter: 58395-17

In the Matter of Utilities

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 2,031.50</u>
Total legal services rendered	\$ 2,031.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Utilities

Invoice Number: 1050116045
Matter Number: 58395-17

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Mary Catherine Young	1.70	1,195.00	2,031.50
TOTALS	1.70		\$ 2,031.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Utilities

Invoice Number: 1050116045
 Matter Number: 58395-17

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Mary Catherine Young	0.60	Review, analyze utility termination issue (.3); correspond with J. Fletcher re same (.3).
02/26/25	Mary Catherine Young	0.50	Conference with Alix team re utility termination issue.
02/28/25	Mary Catherine Young	0.60	Review, analyze considerations re utility termination fees (.2); correspond with counterparty re go forward services (.4).
Total		1.70	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116046
Client Matter: 58395-18

In the Matter of Tax Matters

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 31,772.50</u>
Total legal services rendered	\$ 31,772.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050116046
Matter Number: 58395-18

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Matt Advani	1.20	1,095.00	1,314.00
Kai Michael Fenty	6.00	925.00	5,550.00
Maddison Levine	0.90	1,465.00	1,318.50
Brian Nakhaimousa	0.50	1,465.00	732.50
Anthony Vincenzo Sexton, P.C.	3.10	2,075.00	6,432.50
Nicholas Warther	9.00	1,825.00	16,425.00
TOTALS	20.70		\$ 31,772.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Tax Matters

Invoice Number: 1050116046
Matter Number: 58395-18

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Anthony Vincenzo Sexton, P.C.	0.50	Review, analyze materials re tax structuring and analysis.
02/15/25	Brian Nakhaimousa	0.50	Correspond with AlixPartners re tax matters.
02/16/25	Nicholas Warther	2.20	Review and analyze background and tax structuring materials (1.2); review and revise plan and disclosure statement re tax issues (.8); correspond with A. Sexton re same (.2).
02/17/25	Matt Advani	0.50	Telephone conference with A. Sexton, K&E team and EY team re tax modeling and structure of transactions.
02/17/25	Kai Michael Fenty	3.50	Review and revise asset purchase agreement re tax considerations.
02/17/25	Maddison Levine	0.90	Telephone conference with A. Sexton, K&E team, EY re tax matters (.5); review, analyze structuring issues re same (.4).
02/17/25	Anthony Vincenzo Sexton, P.C.	1.00	Telephone conference with N. Warther, K&E team, EY team re status of tax analysis (.5); review and analyze materials re same (.5).
02/17/25	Nicholas Warther	3.00	Review and revise tax issues re asset purchase agreement (1.9); correspond with A. Sexton re same (.4); telephone conference with A. Sexton, K&E team, EY team re tax modeling (.5); correspond with M. Advani re same (.2).
02/18/25	Kai Michael Fenty	0.80	Review and revise asset purchase agreement re tax considerations.
02/18/25	Anthony Vincenzo Sexton, P.C.	0.70	Review, analyze tax modeling and related materials (.4); review and revise asset purchase agreement re tax considerations (.3).
02/18/25	Nicholas Warther	1.00	Review and revise asset purchase agreement re tax matters (.4); review and analyze tax modeling and structuring (.6).
02/19/25	Anthony Vincenzo Sexton, P.C.	0.40	Review and revise asset purchase agreement re tax considerations (.2); review and analyze tax modeling and structuring issues (.2).
02/19/25	Nicholas Warther	1.80	Review and revise asset purchase agreement re tax issues (1.1); correspond with A. Sexton and K&E team re same (.5); correspond with EY team re structuring (.2).
02/20/25	Kai Michael Fenty	1.00	Review and analyze tax allocation methodology schedule.

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Tax Matters

Invoice Number: 1050116046
 Matter Number: 58395-18

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Matt Advani	0.70	Telephone conference with EY team, Ducera team, A. Sexton, K&E team re tax modeling and structuring (.5); review, analyze tax model (.2).
02/24/25	Kai Michael Fenty	0.70	Telephone conference with A. Sexton, K&E team, EY team, Ducera team re tax structure and timeline (.5); prepare for same (.2).
02/24/25	Anthony Vincenzo Sexton, P.C.	0.50	Telephone conference with M. Advani, K&E team, EY team and Ducera team re tax analysis.
02/24/25	Nicholas Warther	1.00	Telephone conference with A. Sexton, K&E team, EY team and Ducera team re tax modeling and next steps (.5); prepare for same (.5).
Total		20.70	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116047
Client Matter: 58395-19

In the Matter of Case Administration

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 239,155.50</u>
Total legal services rendered	\$ 239,155.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	15.30	1,065.00	16,294.50
Ziv Ben-Shahar	4.70	1,195.00	5,616.50
Jacob E. Black	1.70	1,375.00	2,337.50
Brooke K. Brimo	0.50	1,065.00	532.50
Julia F. Burnson	18.50	685.00	12,672.50
Caroline Buthe	6.80	880.00	5,984.00
Aislinn Comiskey	10.00	880.00	8,800.00
James B. Dickson	0.80	1,815.00	1,452.00
Julia Fletcher	8.40	880.00	7,392.00
Rachel Golden	10.30	1,195.00	12,308.50
Nicole L. Greenblatt, P.C.	2.70	2,595.00	7,006.50
Keli Huang	1.00	1,725.00	1,725.00
Derek I. Hunter	15.80	1,735.00	27,413.00
Maddison Levine	20.80	1,465.00	30,472.00
Cara Li	3.10	1,195.00	3,704.50
Dominick Vito Manetta	33.20	880.00	29,216.00
Brian Messing	1.80	1,065.00	1,917.00
Brian Nakhaimousa	21.40	1,465.00	31,351.00
Sarah Osborne	3.40	1,065.00	3,621.00
Joshua Raphael	2.10	1,195.00	2,509.50
Michael A. Sloman	2.90	1,375.00	3,987.50
Josh Sussberg, P.C.	3.30	2,595.00	8,563.50
Ishaan G. Thakran	4.90	1,065.00	5,218.50
Luz Tur-Sinai Gozal	0.90	880.00	792.00
Quin Wetzel	3.50	1,065.00	3,727.50
Mary Catherine Young	3.80	1,195.00	4,541.00
TOTALS	201.60		\$ 239,155.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Michael Beauchamp	2.70	Research, analyze press releases, first day declaration re case status, related considerations (1.1); draft summaries re same (.7); correspond with M. Levine, K&E team re same (.5); conference with B. Nakhaimousa, K&E team re same (.4).
02/14/25	Ziv Ben-Shahar	0.80	Conferences with M. Levine, K&E team re case status, work in process.
02/14/25	Julia F. Burnson	3.50	Draft pleading template (.6); research precedent re hearing transcripts (.8); conference with M. Levine, K&E team re case timeline (.7); draft pro hac vice motions (.9); correspond with YC team re filing of same (.5).
02/14/25	Caroline Buthe	0.70	Telephone conference with M. Levine, K&E team re case status, work in process (.4); telephone conference with D. Hunter, K&E team re same (.3).
02/14/25	Aislinn Comiskey	0.80	Conference with D. Hunter, K&E team re case status, work in process.
02/14/25	Julia Fletcher	0.20	Correspond with M. Levine, K&E team re case status, work in process.
02/14/25	Keli Huang	0.50	Correspond with Company, M. Levine, K&E team, advisors re status.
02/14/25	Derek I. Hunter	1.60	Correspond with N. Greenblatt, K&E team re work in process (.5); conference with M. Levine, K&E team re same (1.1).
02/14/25	Maddison Levine	3.00	Telephone conferences with B. Nakhaimousa, K&E team re work in process (1.0); prepare for same (.3); review, revise summary re same (.3); telephone conference with YC team, B. Nakhaimousa, K&E team re case status, next steps (.5); correspond with B. Nakhaimousa, K&E team re same (.2); draft working group list (.3); correspond with J. Sussberg, K&E team, Company re same (.4).
02/14/25	Maddison Levine	0.80	Review, revise organizational chart (.5); correspond with C. Buthe, B. Nakhaimousa re same (.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Dominick Vito Manetta	5.40	Conference with M. Levine, K&E team re work in process (.8); draft summary re same (.9); review, analyze recently filed pleadings, related case documents (3.7).
02/14/25	Brian Nakhaimousa	5.80	Conferences with M. Levine, K&E team re work in process, next steps (1.0); conference with M. Levine, K&E team, YC re background, work in process, next steps (.5); correspond with M. Levine re work in process, next steps (.5); correspond with D. Manetta re case status (.8); review, revise case summary (.8); correspond with M. Beauchamp, K&E team re same (.2); review, analyze case materials (2.0).
02/14/25	Sarah Osborne	0.80	Telephone conference with M. Levine, K&E team re work in process.
02/14/25	Josh Sussberg, P.C.	3.20	Telephone conference with Company re onboarding (.7); telephone conference with M. McKane, N. Greenblatt, D. Hunter re case strategy (.4); telephone conference with M. Levine, K&E team re same (.5); telephone conference with Paul Hastings team re case status (.8); telephone conference with Akin team re same (.3); telephone conference with N. Greenblatt re case status, next steps (.1); correspond with Company re case status, next steps (.4).
02/14/25	Ishaan G. Thakran	0.80	Conferences with M. Levine, K&E team re case status, next steps.
02/14/25	Quin Wetzel	1.00	Telephone conference with M. Levine, B. Nakhaimousa re work in process (.5); telephone conference with D. Hunter, K&E team re same (.5).
02/15/25	Michael Beauchamp	7.80	Review, analyze recently filed pleadings re case summary (2.2); review, revise same (2.9); conferences with M. Levine, K&E team work in process (1.0); correspond with D. Manetta, K&E team re same (.4); further revise case summary (1.3).
02/15/25	Ziv Ben-Shahar	1.00	Conferences with M. Levine, K&E team re case updates, work in process.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Caroline Buthe	1.00	Telephone conference with M. Levine, K&E team re case status (.5); telephone conference with B. Nakhaimousa, K&E team re same (.5).
02/15/25	Caroline Buthe	0.40	Review, revise work in process summary.
02/15/25	Aislinn Comiskey	4.20	Draft summary re material pleadings (3.1); correspond with R. Golden, J. Fletcher re same (.2); conference with M. Levine, K&E team re work in process (.9).
02/15/25	Julia Fletcher	0.90	Conference with M. Levine K&E team re work in process.
02/15/25	Rachel Golden	0.70	Draft, revise summary re work in process (.6); correspond with C. Buthe re same (.1).
02/15/25	Keli Huang	0.50	Review, revise summary re work in process.
02/15/25	Derek I. Hunter	3.50	Conference with M. Levine, K&E team, Company, advisors re work in process, related considerations (1.0); correspond with M. Levine, K&E team, Company, advisors re same (1.5); review, analyze materials re case considerations, outstanding issues (1.0).
02/15/25	Maddison Levine	3.60	Telephone conferences with D. Hunter, B. Nakhaimousa, K&E team re work in process (1.0); review, revise summary re same (.5); compile, analyze care package re case materials (.5); correspond with D. Manetta, K&E team re same (.4); review, analyze case summary (.5); correspond with B. Nakhaimousa, K&E team re same (.3); review, revise working group list (.4).
02/15/25	Cara Li	0.50	Review, revise summary re work in process.
02/15/25	Dominick Vito Manetta	7.60	Draft work in process summary (1.1); conference with M. Levine, B. Nakhaimousa, K&E team re work in process (1.0); draft case summary (5.5).
02/15/25	Brian Nakhaimousa	1.90	Conferences with M. Levine, K&E team re work in process, next steps (1.0); correspond with M. Beauchamp, M. Levine re same (.2); correspond with D. Manetta re D&O slate (.2); review lender NDAs (.5).
02/15/25	Joshua Raphael	0.40	Conference with B. Nakhaimousa, K&E team re work in process.
02/15/25	Ishaan G. Thakran	1.00	Conferences with M. Levine, K&E team re case status, next steps.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Mary Catherine Young	1.50	Conferences with M. Levine, K&E team re work in process (1.0); conference with YC team re same (.5).
02/16/25	Julia F. Burnson	0.40	Compile, analyze recently filed pleadings.
02/16/25	Caroline Buthe	0.30	Review, revise summary re work in process.
02/16/25	Julia Fletcher	3.20	Review, analyze case materials (3.0); correspond with M. Levine, K&E team re same (.2).
02/16/25	Derek I. Hunter	1.30	Conferences with M. Levine, B. Nakhaimousa re work in process, next steps (1.1); prepare for same (.2).
02/16/25	Maddison Levine	3.40	Telephone conferences with D. Hunter, K&E team, advisors re work in process, case status (1.1); review, analyze case materials re same (1.9); correspond with D. Manetta, K&E team re same, related care package (.4).
02/16/25	Cara Li	0.50	Draft, revise summary re work in process.
02/16/25	Dominick Vito Manetta	0.80	Review, analyze case materials (.5); draft work in process summary (.3).
02/16/25	Brian Nakhaimousa	1.60	Conference with D. Hunter, K&E team, Company re status, next steps (1.1); conference with J. Sussberg, K&E team re status, next steps, work in process (.5).
02/17/25	James B. Dickson	0.30	Telephone conference with Wilkie team re transition.
02/17/25	Julia Fletcher	0.60	Draft case milestone summary.
02/17/25	Brian Nakhaimousa	1.30	Conference with AlixPartners, M. Levine re professional fee forecasts (.5); conference with YC, M. Levine, UST re case status (.5); correspond with J. Fletcher re milestones summary (.3).
02/18/25	Julia F. Burnson	2.70	Compile, analyze filed pleadings (1.3); correspond with M. Levine, K&E team re same (1.4).
02/18/25	Caroline Buthe	0.20	Review, revise summary re work in process.
02/18/25	Cara Li	1.40	Draft, revise summary re work in process.
02/18/25	Dominick Vito Manetta	0.90	Draft, revise work in process summary.
02/18/25	Brian Nakhaimousa	1.00	Conference with M. Levine, K&E team re work in process, next steps.
02/19/25	Brooke K. Brimo	0.50	Conference with T. Prommer, K&E team re matter status.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Julia F. Burnson	0.50	Compile, analyze filed pleadings.
02/19/25	Julia Fletcher	1.10	Draft summary re case status, open items.
02/19/25	Dominick Vito Manetta	0.90	Draft work in process summary.
02/20/25	Michael Beauchamp	0.30	Draft case summary, high priority issues (.2); correspond with J. Raphael, K&E team re same (.1).
02/20/25	Julia F. Burnson	1.10	Compile, analyze filed pleadings.
02/20/25	Caroline Buthe	1.90	Review, revise summary re work in process (1.7); correspond with R. Golden re same (.1); correspond with M. Levine re same (.1).
02/20/25	Nicole L. Greenblatt, P.C.	1.00	Conference with Company, Ducera, D. Hunter, K&E team, AlixPartners re status, next steps (.5); prepare for same (.5).
02/20/25	Maddison Levine	2.80	Telephone conference with D. Hunter, K&E team re work in process, outstanding issues (.5); review, analyze summary re same (.4); review, revise Company work in process summary, material dates calendar (1.3); correspond with Company re same (.3); review, revise summary re work in process (.3).
02/20/25	Cara Li	0.70	Telephone conference with M. Levine, K&E team re case status, next steps (.5) draft, revise working group list (.2).
02/20/25	Dominick Vito Manetta	3.30	Draft work in process summary (3.1); correspond with B. Nakhaimousa re case milestones (.2).
02/20/25	Brian Nakhaimousa	2.20	Conference with Company, Ducera, D. Hunter, K&E team, AlixPartners re status, next steps (.5); review, analyze work in process summary (.3); conference with D. Hunter, M. Levine re status, next steps (.5); prepare for same (.3); review, revise work in process summary (.4); correspond with D. Manetta, M. Levine re same (.2).
02/21/25	Michael Beauchamp	0.80	Telephone conference with M. Levine, B. Nakhaimousa re work in process (.6); prepare for same (.2).
02/21/25	Ziv Ben-Shahar	0.60	Conference with M. Levine, K&E team re work in process.
02/21/25	Julia F. Burnson	2.10	Compile, analyze filed pleadings.
02/21/25	Caroline Buthe	0.60	Telephone conference with M. Levine, K&E team re work in process.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/21/25	Aislinn Comiskey	0.60	Conference with M. Levine, K&E team re work in process.
02/21/25	Julia Fletcher	0.60	Conference with M. Levine, K&E team re work in process.
02/21/25	Maddison Levine	1.90	Telephone conference with B. Nakhaimousa, K&E team re work in process, open items (.6); review, revise summary re same (.7); telephone conference with YC team, B. Nakhaimousa, K&E team re same, case status, open items (.6).
02/21/25	Dominick Vito Manetta	1.60	Conference with M. Levine, B. Nakhaimousa, K&E team re work in process (.6); prepare for same (.2); draft summary re same (.8).
02/21/25	Brian Nakhaimousa	2.10	Conference with M. Levine, K&E team re work in process, next steps (.6); review, analyze work in process summary re preparation for same (.7); conference with M. Levine, YC re status, next steps (.5); review, comment on organizational structure chart (.2); correspond with C. Buthe re same (.1).
02/21/25	Sarah Osborne	0.60	Telephone conference with M. Levine, K&E team re work in process.
02/21/25	Michael A. Sloman	0.80	Telephone conference with M. Levine, K&E team re work in process (.6); prepare for same (.2).
02/21/25	Ishaan G. Thakran	0.80	Conference with M. Levine, K&E team re work in process (.6); prepare for same (.2).
02/21/25	Quin Wetzel	0.60	Telephone conference with M. Levine, K&E team re work in process.
02/21/25	Mary Catherine Young	0.30	Conference with M. Levine, K&E team re work in process (partial).
02/22/25	Maddison Levine	0.90	Telephone conference with N. Greenblatt, K&E team Ducera, Alix teams re case status, open items (.6); prepare for same (.3).
02/23/25	Caroline Buthe	0.10	Correspond with R. Golden, M. Levine re summary re work in process.
02/23/25	Derek I. Hunter	1.00	Telephone conference with M. Levine, K&E team, Alix team re matter status, case update.
02/24/25	Julia F. Burnson	1.20	Correspond with YC team re pro hac motions (.4); correspond with B. Nakhaimousa re same (.4); compile recently filed pleadings (.4).
02/24/25	Caroline Buthe	0.30	Review, revise work in process summaries.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Aislinn Comiskey	0.80	Review, revise pro hac vice motions (.6); correspond with B. Nakhaimousa, J. Raphael re same (.1); review, revise work in process summary (.1).
02/24/25	James B. Dickson	0.50	Telephone conference with M. Levine, K&E team, Company advisors re case updates, next steps.
02/24/25	Rachel Golden	3.50	Draft material dates, deadlines summary (3.4); correspond with M. Levine, B. Nakhaimousa re same (.1).
02/24/25	Derek I. Hunter	0.40	Conference with M. Levine, B. Nakhaimousa re work in process.
02/24/25	Maddison Levine	1.30	Review, revise external work in process summary (.8); correspond with B. Nakhaimousa, K&E team re same (.5).
02/24/25	Dominick Vito Manetta	1.90	Draft case summary (1.1); draft work in process summary (.8).
02/24/25	Brian Nakhaimousa	0.20	Review, comment on organizational structure chart.
02/25/25	Michael Beauchamp	0.90	Telephone conference with B. Nakhaimousa, M. Levine re work in process.
02/25/25	Ziv Ben-Shahar	1.20	Review, revise work in process summary (.2); conference with M. Levine, K&E team re work in process (1.0).
02/25/25	Jacob E. Black	0.80	Conference with B. Nakhaimousa, K&E team re work in process (partial).
02/25/25	Julia F. Burnson	2.70	Correspond with YC team re filings (.5); compile, analyze filed pleadings (1.2); telephone conference with M. Levine, K&E team re work in process (1.0).
02/25/25	Caroline Buthe	1.20	Telephone conference with M. Levine, K&E team re work in process (1.0); review, revise summary re work in process (.2).
02/25/25	Aislinn Comiskey	2.70	Correspond with YC team re filings (.5); compile, analyze filed pleadings (1.2); telephone conference with M. Levine, K&E team re work in process (1.0).
02/25/25	Julia Fletcher	1.00	Conference with M. Levine re work in process.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Rachel Golden	3.10	Draft material dates, deadlines calendar, summary (1.4); correspond with M. Levine, B. Nakhaimousa re same (.2); review, revise work in process summary (.5); conference with M. Levine, K&E team re work in process (1.0).
02/25/25	Nicole L. Greenblatt, P.C.	0.70	Telephone conference with Company advisors re case strategy, next steps.
02/25/25	Maddison Levine	1.20	Telephone conference with B. Nakhaimousa, K&E team re work in process (1.0); review, analyze summary re same (.2).
02/25/25	Dominick Vito Manetta	3.90	Draft work in process summary (.2); conference with M. Levine, K&E team re work in process (1.0); draft case summary (2.7).
02/25/25	Brian Messing	0.90	Conference with M. Levine, K&E team re work in process.
02/25/25	Brian Nakhaimousa	1.20	Conference with M. Levine, K&E team re work in process, next steps (.9); review, analyze work in process summary re preparation for same (.3).
02/25/25	Sarah Osborne	1.00	Telephone conference with M. Levine, K&E team re work in process.
02/25/25	Joshua Raphael	0.90	Conference with M. Levine, K&E team re work in process.
02/25/25	Michael A. Sloman	1.00	Conference with M. Levine, K&E team re work in process.
02/25/25	Ishaan G. Thakran	0.80	Conference with M. Levine, K&E team re work in process (partial).
02/25/25	Ishaan G. Thakran	1.50	Draft, revise summary re case status (.8); review, revise summary re same (.3); correspond with M. Levine, K&E team re same (.4).
02/25/25	Quin Wetzel	1.00	Telephone conference with M. Levine, K&E team re work in process.
02/25/25	Mary Catherine Young	0.80	Conference with M. Levine, K&E team re work in process (partial).
02/26/25	Julia F. Burnson	0.40	Compile, analyze recently filed pleadings.
02/26/25	Caroline Buthe	0.10	Review, revise summary re work in process.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Derek I. Hunter	3.00	Conferences with M. Levine, K&E team, advisors re work in process, deal status, litigation issues, related considerations (1.4); correspond with M. Levine, K&E team, advisors re same (.6); review, analyze materials re same (1.0).
02/26/25	Dominick Vito Manetta	3.20	Review, revise work in process summary (.4); draft, revise Company case summary (2.6); correspond with M. Levine, B. Nakhaimousa re same (.2).
02/26/25	Brian Nakhaimousa	0.70	Conference with N. Greenblatt, K&E team, Ducera, AlixPartners re preparation re settlement conference.
02/26/25	Michael A. Sloman	0.10	Review, revise work in process summary.
02/26/25	Luz Tur-Sinai Gozal	0.30	Correspond with B. Messing, K&E team re work in process.
02/27/25	Michael Beauchamp	1.10	Draft summary re outstanding issues, next steps (.6); review, analyze related materials (.3); correspond with J. Raphael re same (.2).
02/27/25	Julia F. Burnson	1.90	Coordinate case hearings, materials and deadlines logistics (.7); compile, analyze recently filed pleadings (1.2).
02/27/25	Rachel Golden	3.00	Draft case calendar (2.0); review, analyze materials re same (1.0).
02/27/25	Nicole L. Greenblatt, P.C.	1.00	Telephone conference with Company, Company advisors re case strategy, next steps.
02/27/25	Derek I. Hunter	3.00	Conferences with M. Levine, K&E team, advisors re work in process, deal status, litigation issues, related considerations (1.0); correspond with M. Levine, K&E team, advisors re same (1.0); review, analyze correspondence, materials re same (1.0).
02/27/25	Maddison Levine	0.30	Review, revise work in process summary.
02/27/25	Dominick Vito Manetta	1.70	Draft, revise work in process summary.
02/27/25	Brian Nakhaimousa	0.90	Review, revise work in process summary (.8); correspond with D. Manetta, K&E team re same (.1).
02/27/25	Brian Nakhaimousa	0.60	Correspond with AlixPartners re business degradation materials (.1); review, analyze same (.4); correspond with J. Sussberg, K&E team re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Luz Tur-Sinai Gozal	0.20	Correspond with J. Burnson re case management procedures.
02/27/25	Luz Tur-Sinai Gozal	0.40	Conference with J. Black, K&E team re case updates.
02/27/25	Mary Catherine Young	0.30	Review, revise work in process summary.
02/28/25	Michael Beauchamp	1.70	Review, revise work in process summary (.1); correspond with D. Manetta, K&E team re same (.1); correspond with J. Raphael re same (.2); telephone conference with M. Levine, K&E team re work in process (.9); review, analyze case summary re case updates (.3); correspond with D. Manetta re same (.1).
02/28/25	Ziv Ben-Shahar	1.10	Conference with M. Levine, K&E team re work in process (.9); review, revise summary re same (.2).
02/28/25	Jacob E. Black	0.90	Conference with B. Nakhaimousa, K&E team re work in process.
02/28/25	Julia F. Burnson	2.00	Telephone conference with M. Levine, K&E team re work in process (.9); compile, analyze recently filed pleadings (1.1).
02/28/25	Aislinn Comiskey	0.90	Conference with M. Levine, K&E team re work in process.
02/28/25	Julia Fletcher	0.80	Conference with M. Levine, K&E team re work in process.
02/28/25	Derek I. Hunter	2.00	Conference with M. Levine, K&E team, advisors re work in process, deal status, litigation issues, related considerations (.9); correspond with M. Levine, K&E team, advisors re same (.5); review, analyze correspondence, materials re same (.6).
02/28/25	Maddison Levine	1.60	Telephone conference with B. Nakhaimousa, K&E team re work in process (.9); review, analyze summary re same (.3); review, revise material dates, deadlines summary (.4).
02/28/25	Dominick Vito Manetta	2.00	Draft, revise case summary (.7); draft, revise work in process summary (.4); conference with M. Levine, B. Nakhaimousa re work in process (.9).
02/28/25	Brian Messing	0.90	Conference with M. Levine, K&E team re work in process.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Case Administration

Invoice Number: 1050116047
Matter Number: 58395-19

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Brian Nakhaimousa	1.90	Conference with M. Levine, K&E team re work in process, next steps (.9); review work in process summary re same (.5); conference with M. Levine, D. Hunter re work in process, next steps (.5)).
02/28/25	Sarah Osborne	1.00	Telephone conference with M. Levine, K&E team re work in process.
02/28/25	Joshua Raphael	0.80	Conference with M. Levine, K&E team re work in process.
02/28/25	Michael A. Sloman	1.00	Telephone conference with M. Levine, K&E team re work in process (.9); prepare for same (.1).
02/28/25	Josh Sussberg, P.C.	0.10	Telephone conference with Company re status.
02/28/25	Quin Wetzel	0.90	Telephone conference with M. Levine, K&E team re work in process.
02/28/25	Mary Catherine Young	0.90	Conference with M. Levine, K&E team re work in process.
Total		201.60	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116048
Client Matter: 58395-20

In the Matter of Retention – K&E

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 317,353.00</u>
Total legal services rendered	\$ 317,353.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Retention – K&E

Invoice Number: 1050116048
 Matter Number: 58395-20

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Julia F. Burnson	0.50	685.00	342.50
Caroline Buthe	19.60	880.00	17,248.00
Michael Y. Chan	6.30	550.00	3,465.00
Aislinn Comiskey	2.80	880.00	2,464.00
Matthew Cooper	25.70	370.00	9,509.00
Marta Dudyan	33.10	370.00	12,247.00
Julia Fletcher	4.20	880.00	3,696.00
Rachel Golden	113.00	1,195.00	135,035.00
Susan D. Golden	2.40	1,795.00	4,308.00
Derek I. Hunter	1.40	1,735.00	2,429.00
Maddison Levine	16.70	1,465.00	24,465.50
Brian Nakhaimousa	1.60	1,465.00	2,344.00
Eric Nyberg	31.50	370.00	11,655.00
Michael A. Sloman	26.90	1,375.00	36,987.50
Josh Sussberg, P.C.	2.60	2,595.00	6,747.00
Ishaan G. Thakran	41.70	1,065.00	44,410.50
TOTALS	330.00		\$ 317,353.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Caroline Buthe	4.40	Draft K&E retention application (3.9); correspond with R. Golden, K&E team re same (.5).
02/14/25	Rachel Golden	12.60	Correspond with M. Levine, K&E team re retention process (1.5); draft, revise K&E retention application (3.8); research precedent, related issues re same (2.1); conferences with M. Levine, B. Nakhaimousa re same (.5); analyze potential specific disclosures re K&E retention application (2.1); review, revise same (1.1); correspond with D. Hunter, K&E team re K&E retention application (.2); correspond with M. Levine, K&E team re K&E retention declaration (.7); correspond with L. Stockwell re attorney screens (.2); conference with L. Stockwell re same (.4).
02/14/25	Derek I. Hunter	0.50	Correspond with I. Thakran, K&E team re K&E retention matters.
02/14/25	Maddison Levine	2.70	Review, revise K&E retention application (.9); correspond with I. Thakran, K&E team re same (.4); review, analyze potential disclosures re K&E retention (.4); correspond with J. Sussberg, K&E team re re K&E retention application (.8); review, analyze issues re same (.2).
02/14/25	Eric Nyberg	4.60	Review, analyze potential disclosures re K&E retention.
02/14/25	Josh Sussberg, P.C.	0.80	Correspond with M. Levine, K&E team re K&E retention.
02/14/25	Josh Sussberg, P.C.	0.20	Correspond with YC team, independent director re retention matters.
02/14/25	Ishaan G. Thakran	5.30	Draft, revise K&E retention application exhibits 4.3); research precedent re same (1.0).
02/15/25	Caroline Buthe	3.10	Telephone conference with R. Golden, K&E team re K&E retention application (.4); review, analyze potential disclosures re same (2.6); correspond with R. Golden re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Rachel Golden	9.40	Review, revise K&E retention application (3.8); correspond with I. Thakran re same (.4); correspond with C. Buthe re budget, staffing memorandum precedent (.2); review, analyze same (1.6); review, revise potential disclosures re K&E retention (1.4); draft summary re same (.7); correspond with M. Levine, K&E team re same (.8); correspond with I. Thakran, K&E team re K&E retention considerations (.5).
02/15/25	Maddison Levine	1.40	Correspond with D. Hunter, K&E team re K&E retention considerations (.4); review, analyze precedent re same (.6); correspond with R. Golden, K&E team re same, K&E retention application (.4).
02/15/25	Ishaan G. Thakran	8.00	Review, revise K&E retention application (1.2); conferences with R. Golden, M. Levine re K&E retention issues (.4); draft, revise budget, staffing memorandum (2.0); draft, revise budget staffing worksheet (1.5).
02/16/25	Caroline Buthe	1.50	Review, analyze disclosures re K&E retention application (.9); telephone conference with J. Fletcher, A. Comiskey re same (.5); telephone conference with J. Fletcher re same (.1).
02/16/25	Aislinn Comiskey	2.80	Review, analyze potential disclosures re K&E retention application (2.5); conference with C. Buthe, J. Fletcher, K&E team re same (.3).
02/16/25	Julia Fletcher	2.90	Review and analyze potential disclosures re K&E retention application (2.1); review, analyze issues re same (.8).
02/16/25	Rachel Golden	15.70	Review, revise K&E retention application (1.3); review, analyze issues re retention (3.4); conference with M. Sloman re same (.5); correspond with M. Sloman re K&E retention (.3); correspond with Alix team re retention schedules (.1); correspond with I. Thakran re budget, staffing memorandum (.2); review, revise same (2.6); review, analyze precedent re same (1.2); review, revise potential disclosures (3.4); draft summary re same (1.4); correspond with D. Hunter, K&E team re screens (.1); correspond with Ducera team re retention schedules (.3); correspond with I. Thakran re same (.3); review, analyze same (.6).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/16/25	Eric Nyberg	2.40	Draft K&E retention schedules.
02/16/25	Michael A. Sloman	2.30	Correspond with R. Golden, K&E team re K&E retention (.6); review, analyze potential disclosures re same (1.7).
02/16/25	Ishaan G. Thakran	4.50	Draft, revise budget, staffing memorandum (3.0); correspond with M. Levine, R. Golden re same, related retention issues (.5); review, revise K&E retention application (.6); correspond with M. Sloman, K&E team re same (.4).
02/17/25	Rachel Golden	10.00	Review, revise K&E retention application (3.9); review, analyze issues re retention (1.1); conference with M. Sloman re same (1.0); correspond with M. Sloman re K&E retention (.7); conference with Alix team re retention schedules (.5); review, analyze same (.6); draft, revise specific disclosures re K&E retention application (2.0); correspond with D. Hunter, K&E team re same (.2).
02/17/25	Derek I. Hunter	0.80	Correspond with N. Greenblatt, re retention matters (.3); conference with N. Greenblatt re same (.5).
02/17/25	Derek I. Hunter	0.10	Correspond with M. Levine, B. Nakhaimousa re K&E retention matters.
02/17/25	Maddison Levine	0.70	Correspond with R. Golden, K&E team re K&E retention matters (.2); conference with R. Golden, K&E team re same (.3); review, analyze issues re same (.2).
02/17/25	Brian Nakhaimousa	0.30	Correspond with M. Sloman, R. Golden re K&E retention application.
02/17/25	Eric Nyberg	2.40	Draft schedules re K&E retention application (2.0); review, analyze disclosures re same (.4).
02/17/25	Michael A. Sloman	5.40	Review, revise K&E retention application (2.1); review, analyze potential disclosures re same (1.7); conference with R. Golden re K&E retention (1.0); review, revise presentation re K&E retention (.6).
02/17/25	Ishaan G. Thakran	0.40	Correspond with M. Levine, R. Golden re retention considerations.
02/18/25	Caroline Buthe	0.20	Correspond with I. Thakran re motion to seal re retention applications, supplemental declarations.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Rachel Golden	7.20	Review, analyze potential disclosures re K&E retention (1.1); review, analyze issues re same (1.5); conference with M. Sloman re same (.7); correspond with M. Sloman re same (.6); review, revise specific disclosures re K&E retention application (1.2); correspond with M. Levine, K&E team, Alix team, Ducera team re retention schedules (.9); review, revise billing memorandum (.5); correspond with I. Thakran re same (.1); review, revise budget, staffing memorandum (.6).
02/18/25	Maddison Levine	0.70	Correspond with R. Golden, K&E team re K&E retention matters (.2); conference with R. Golden, K&E team re same (.2); review, analyze issues re same (.3).
02/18/25	Michael A. Sloman	1.20	Review, revise billing, staffing memorandum (.3); conference with R. Golden re K&E retention (.7); review, analyze considerations re same (.2).
02/18/25	Ishaan G. Thakran	1.40	Review, revise billing, staffing memorandum (.9); conference with R. Golden re same (.2); correspond with M. Sloman, K&E team re same (.3).
02/19/25	Julia F. Burnson	0.50	Draft motion to seal re K&E retention.
02/19/25	Caroline Buthe	1.80	Revise motion to seal re retention applications, supplemental declarations (.9); review, analyze conflicts reports (.6); correspond with J. Fletcher re same (.2); correspond with R. Golden re same (.1).
02/19/25	Marta Dudyan	3.90	Analyze potential disclosures re K&E retention.
02/19/25	Julia Fletcher	1.30	Review, analyze potential disclosures re K&E retention application.
02/19/25	Rachel Golden	3.60	Review, analyze potential disclosures re K&E retention (1.6); review, analyze issues re same (.9); conference with M. Sloman re same (.6); correspond with E. Nyberg, K&E team re K&E retention application schedules (.2); correspond with Alix team re same (.3).
02/19/25	Eric Nyberg	2.90	Review, analyze disclosures re K&E retention application (2.7); correspond with R. Golden re same (.2).
02/19/25	Michael A. Sloman	0.50	Correspond with R. Golden, K&E team re K&E retention considerations.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Ishaan G. Thakran	1.40	Review, revise billing, staffing memorandum (1.1); correspond with M. Levine, K&E team re same (.3).
02/20/25	Caroline Buthe	0.80	Review, analyze K&E retention application.
02/20/25	Marta Dudyan	2.70	Draft, revise K&E retention schedules.
02/20/25	Rachel Golden	4.90	Review, revise K&E retention application (1.9); review, analyze disclosures re same (1.4); correspond with M. Sloman, K&E team re same (.5); review, analyze issues re same (1.1).
02/20/25	Brian Nakhaimousa	0.20	Correspond with R. Golden re K&E retention matters.
02/20/25	Eric Nyberg	2.50	Review, revise retention schedules.
02/20/25	Michael A. Sloman	0.20	Correspond with R. Golden, K&E team re K&E retention.
02/20/25	Ishaan G. Thakran	0.80	Correspond with R. Golden, K&E team re budget, staffing memorandum (.6); review, analyze same (.2).
02/21/25	Caroline Buthe	3.00	Draft motion to seal re retention application, supplemental declaration (1.2); draft, revise budget, staffing workplan (1.0); revise budget, staffing memorandum re same (.8).
02/21/25	Matthew Cooper	2.90	Research re potential disclosures re K&E retention.
02/21/25	Susan D. Golden	0.20	Correspond with R. Golden, K&E team re K&E retention.
02/21/25	Rachel Golden	5.70	Review, revise K&E retention application (1.5); correspond with M. Sloman re same (.2); review, analyze issues re same (1.3); review, analyze potential disclosures re same (1.9); review, analyze precedent re K&E retention application (.6); correspond with S. Golden re retention considerations (.2).
02/21/25	Eric Nyberg	4.80	Research re potential disclosures re K&E retention.
02/21/25	Michael A. Sloman	0.20	Correspond with R. Golden re K&E retention.
02/21/25	Ishaan G. Thakran	1.60	Review, revise budget, staffing memorandum (.8); review, revise motion to seal re retention application, supplemental declaration (.3); research precedent re same (.2); correspond with C. Buthe re same (.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/22/25	Caroline Buthe	0.50	Review, analyze potential disclosures re K&E retention application.
02/22/25	Rachel Golden	6.60	Review, analyze precedent K&E retention applications (1.1); draft, revise same (3.9); correspond with M. Sloman re same (.2); further revise same (1.2); correspond with M. Levine re same (.2).
02/22/25	Michael A. Sloman	0.40	Review, revise K&E retention application.
02/22/25	Ishaan G. Thakran	1.30	Review, revise budget, staffing memorandum (1.1); correspond with R. Golden re same (.2).
02/23/25	Caroline Buthe	0.10	Correspond with R. Golden re K&E retention.
02/23/25	Rachel Golden	3.00	Review, review K&E retention application (2.7); review, analyze creditor matrix order re redaction re K&E retention application (.2); correspond with M. Sloman re same (.1).
02/23/25	Maddison Levine	2.90	Review, revise K&E retention application (2.7); correspond with R. Golden, K&E team re same (.2).
02/24/25	Caroline Buthe	1.30	Review, revise motion to seal re retention application, supplemental declaration.
02/24/25	Matthew Cooper	2.00	Research re parties in interest re conflicts considerations (1.3); review, analyze issues re same (.7).
02/24/25	Marta Dudyan	6.30	Research re potential disclosures re K&E retention.
02/24/25	Susan D. Golden	0.60	Correspond with R. Golden re K&E retention application (.3); draft specific disclosure re same (.3).
02/24/25	Rachel Golden	5.30	Review, revise K&E retention application (2.9); correspond with S. Golden re same (.3); correspond with D. Hunter re same (.2); review, analyze issues re same (.5); correspond with M. Sloman re same K&E retention application (.5); conference with M. Levine, K&E team re same (.2); correspond with YC team re K&E retention (.1); conference with YC team re retention schedules (.5); correspond with YC team re same (.1).
02/24/25	Maddison Levine	1.20	Review, revise K&E retention application (.8); correspond with R. Golden, K&E team re same (.2); conference with R. Golden re same (.2).

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Retention – K&E

Invoice Number: 1050116048
 Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Michael A. Sloman	2.50	Telephone conference with R. Golden re K&E retention (.4); telephone conference with M. Levine re same (.2); review, analyze specific disclosures re K&E retention application (1.6); correspond with R. Golden, K&E team re same (.3).
02/24/25	Ishaan G. Thakran	4.00	Review, analyze motion to seal re retention application, supplemental declaration (1.0); review, revise same (2.0); research precedent re same (.5); correspond with C. Buthe re same (.5).
02/25/25	Caroline Buthe	2.40	Review, revise motion to seal re retention application, supplemental declaration.
02/25/25	Matthew Cooper	4.40	Review, analyze potential disclosures re K&E retention application.
02/25/25	Marta Dudyan	5.40	Review, analyze K&E retention application disclosures (3.9); review, analyze issues re same (1.5).
02/25/25	Susan D. Golden	1.20	Review, revise K&E retention application (.9); correspond with R. Golden, K&E team re same (.3).
02/25/25	Rachel Golden	5.20	Review, revise K&E retention application (4.5); correspond with D. Hunter re same (.1); correspond with S. Golden re same (.3); correspond with M. Levine, K&E team re specific disclosures re same (.3).
02/25/25	Maddison Levine	1.30	Review, revise K&E retention application (.6); review, analyze disclosures re same (.3); correspond with R. Golden, K&E team re same (.4).
02/25/25	Brian Nakhaimousa	0.30	Conference with R. Golden re K&E retention application (.2); correspond with R. Golden, K&E team re same (.1).
02/25/25	Michael A. Sloman	3.70	Telephone conferences with R. Golden re K&E retention (.5); telephone conference with M. Levine re same (.1); review, revise motion to seal re retention applications, supplemental declarations (2.3); review, revise K&E retention application (.8).
02/26/25	Caroline Buthe	0.50	Review, analyze disclosures re K&E retention applications (.4); correspond with M. Sloman re same (.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Matthew Cooper	6.30	Review, analyze retention application disclosures.
02/26/25	Rachel Golden	5.30	Review, revise K&E retention application (2.8); correspond with M. Levine, K&E team re same (.7); review, analyze issues re specific disclosures (1.8).
02/26/25	Maddison Levine	0.50	Review, revise K&E retention application (.3); correspond with R. Golden, K&E team re same (.2).
02/26/25	Michael A. Sloman	2.70	Telephone conference with R. Golden re K&E retention (.1); review, revise K&E retention application re same (.9); review, analyze potential disclosures re same (1.7).
02/26/25	Josh Sussberg, P.C.	0.80	Review, revise K&E retention application.
02/27/25	Michael Y. Chan	6.30	Compile, analyze potential disclosures re K&E retention application.
02/27/25	Matthew Cooper	6.40	Review, analyze potential disclosures re K&E retention application (5.0); draft scheules re same (1.4).
02/27/25	Marta Dudyan	9.90	Review, analyze potential disclosures re K&E retention application (3.9); review, analyze issues re same (3.7); correspond with R. Golden, K&E team re same (1.4); conferences with R. Golden, K&E team (.9).
02/27/25	Susan D. Golden	0.40	Conference with C. Husnick re K&E retention application (.2); correspond with R. Golden, K&E team re same (.2).
02/27/25	Rachel Golden	6.80	Draft, revise K&E retention application (3.4); correspond with M. Sloman, K&E team re same (.2); conference with M. Levine, K&E team re same (.2); conference with M. Sloman, K&E team re specific disclosures re same (.9); review, revise motion to seal re retention applications, supplemental declarations (1.0); correspond with M. Sloman re same (.3); review, revise budget, staffing memorandum (.5); correspond with I. Thakran re same (.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Maddison Levine	3.50	Review, revise K&E retention application (.3); review, analyze conflicts issues re same (.2); correspond with R. Golden re same, next steps (.3); review, revise budget, staffing memorandum (.7); correspond with I. Thakran, K&E team re same (.3); review, revise motion to seal re retention applications, supplemental declarations (1.3); correspond with R. Golden, K&E team re same (.4).
02/27/25	Brian Nakhaimousa	0.70	Correspond with M. Sloman, K&E team re K&E retention (.1); correspond with R. Golden re budget and staffing memorandum (.2); review, comment on same (.4).
02/27/25	Eric Nyberg	9.90	Research potential disclosures re K&E retention application (5.5); revise retention application schedules (3.1); correspond with R. Golden, K&E team re same, next steps (.7); conferences with R. Golden, K&E team re same (.6).
02/27/25	Michael A. Sloman	2.70	Telephone conference with R. Golden re K&E retention (.2); review, revise K&E retention application (.6); review, revise motion to seal re retention applications, supplemental declarations (.5); review, revise budget, staffing memorandum (.3); review, analyze potential disclosures re K&E retention (1.1).
02/27/25	Josh Sussberg, P.C.	0.30	Correspond with R. Golden, K&E team re K&E retention application.
02/27/25	Josh Sussberg, P.C.	0.10	Review, analyze issues re specific disclosure re K&E retention.
02/27/25	Ishaan G. Thakran	10.50	Review, revise budget, staffing memorandum (3.6); review, revise budget, staffing worksheet (3.9); research precedent re same (1.5); conferences with M. Levine, R. Golden, K&E team re same (.8); correspond with D. Hunter, K&E team re same (.7).
02/28/25	Matthew Cooper	3.70	Review, analyze potential disclosures re K&E retention application.
02/28/25	Marta Dudyan	4.90	Review, analyze retention application disclosures (3.9); review, analyze issues, next steps re same (1.0).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – K&E

Invoice Number: 1050116048
Matter Number: 58395-20

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Rachel Golden	11.70	Draft, revise K&E retention application (2.5); correspond with M. Sloman, K&E team re same (.4); conference with M. Levine, K&E team re same (.2); review, analyze potential disclosures re same (3.0); review, revise motion to seal re retention applications, supplemental declarations (2.0); correspond with M. Sloman re same (.3); review, revise schedules re K&E retention application (3.1); correspond with E. Nyberg, K&E team re same (.2).
02/28/25	Maddison Levine	1.80	Review, revise K&E retention application (.5); review, revise motion to seal re retention applications, supplemental declarations (.9); correspond with R. Golden, K&E team re same, open items (.4).
02/28/25	Brian Nakhaimousa	0.10	Correspond with R. Golden re K&E retention.
02/28/25	Eric Nyberg	2.00	Review, analyze K&E retention application disclosures (1.8); correspond with R. Golden, K&E team re same (.2).
02/28/25	Michael A. Sloman	5.10	Telephone conferences with M. Levine re K&E retention (.2); telephone conferences with R. Golden re same (.5); review, revise K&E retention application disclosure schedules (2.1); review, analyze potential disclosures re same (1.3); correspond with R. Golden, K&E team re same (.4); review, revise motion to seal re retention applications, supplemental declarations (.6).
02/28/25	Josh Sussberg, P.C.	0.40	Review, revise K&E retention application.
02/28/25	Ishaan G. Thakran	2.50	Review, revise motion to seal re retention applications, supplemental declarations (2.1); correspond with M. Sloman, K&E team re same (.4).
Total		330.00	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116049
Client Matter: 58395-21

In the Matter of Retention – Non-K&E

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	<u>\$ 41,297.50</u>
Total legal services rendered	\$ 41,297.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Retention – Non-K&E

Invoice Number: 1050116049
 Matter Number: 58395-21

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	0.90	1,065.00	958.50
Aislinn Comiskey	9.00	880.00	7,920.00
Rachel Golden	2.10	1,195.00	2,509.50
Jeffrey Ross Goldfine	1.10	1,745.00	1,919.50
Keli Huang	0.20	1,725.00	345.00
Maddison Levine	3.60	1,465.00	5,274.00
Dominick Vito Manetta	0.90	880.00	792.00
Mark McKane, P.C.	0.70	2,265.00	1,585.50
Brian Nakhaimousa	2.40	1,465.00	3,516.00
Joshua Raphael	3.40	1,195.00	4,063.00
Michael A. Sloman	2.70	1,375.00	3,712.50
Ishaan G. Thakran	6.60	1,065.00	7,029.00
Mary Catherine Young	1.40	1,195.00	1,673.00
TOTALS	35.00		\$ 41,297.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050116049
Matter Number: 58395-21

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Michael Beauchamp	0.90	Review, analyze Willkie retention application, related materials (.6); draft summary re same (.3).
02/14/25	Mark McKane, P.C.	0.70	Review, analyze Willkie retention ruling transcript.
02/14/25	Brian Nakhaimousa	0.80	Review February 12 hearing transcript re Willkie retention ruling (.7); correspond with J. Sussberg, K&E team re same (.1).
02/17/25	Jeffrey Ross Goldfine	1.10	Review and analyze Willkie contested retention documents (.8); review, analyze issues re same (.3).
02/17/25	Brian Nakhaimousa	0.50	Correspond with S. Osborne, K&E team re PKB engagement letter.
02/21/25	Aislinn Comiskey	3.70	Research re 363 retention application (2.9); correspond with I. Thakran re same (.8).
02/21/25	Rachel Golden	0.10	Correspond with YC team re Ernst & Young fee application.
02/21/25	Maddison Levine	0.50	Review, revise ordinary course professional declaration (.3); correspond with M. Young, K&E team re same (.2).
02/21/25	Ishaan G. Thakran	2.90	Research re 363 retention application (2.1); correspond with A. Comiskey re same (.8).
02/22/25	Aislinn Comiskey	2.30	Research re 363 retention application (.6); correspond with I. Thakran re same (.2); draft, revise summary re same (1.5).
02/22/25	Ishaan G. Thakran	2.40	Research re 363 retention application (1.5); review, revise summary re same (.5); correspond with A. Comiskey re same (.4).
02/23/25	Aislinn Comiskey	0.90	Correspond with I. Thakran, M. Levine, K&E team re 363 retention application (.5); revise summary re same (.4).
02/24/25	Maddison Levine	0.30	Review, analyze ordinary course professional declaration (.2); correspond with M. Young, K&E team re same (.1).
02/24/25	Mary Catherine Young	0.80	Review, revise ordinary course professional declaration (.6); correspond with M. Levine, K&E team re same (.2).
02/25/25	Aislinn Comiskey	0.20	Correspond with M. Sloman, R. Golden re 363 retention application research.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050116049
Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Rachel Golden	0.60	Correspond with A. Comiskey, M. Sloman re Guggenheim retention (.1); review, analyze research re same (.4); conference with M. Sloman re same (.1).
02/25/25	Keli Huang	0.20	Correspond with Ducera team, M. Levine re engagement of financing advisors.
02/25/25	Maddison Levine	0.90	Correspond with YC team, Hilco re 327 retention application (.2); review, analyze issues re same (.2); correspond with M. Sloman, K&E team re Guggenheim retention (.2); review, analyze issues re same (.3).
02/25/25	Joshua Raphael	0.50	Conference with M. Young re ordinary course professionals (.1); conference with M. Sloman re same (.1); review, analyze ordinary course professional declaration (.3).
02/25/25	Michael A. Sloman	0.90	Review, analyze considerations re Guggenheim retention (.7); review, analyze Hilco engagement letter (.2).
02/25/25	Mary Catherine Young	0.60	Conference with J. Raphael re ordinary course professional status (.3); correspond with J. Raphael re same (.3).
02/26/25	Maddison Levine	0.60	Telephone conference with M. Sloman, J. Raphael, Hilco re retention considerations, next steps (.4); correspond with M. Sloman, K&E team re same (.2).
02/26/25	Joshua Raphael	0.60	Correspond with ordinary course professional re retention (.1); review, analyze ordinary course professional declaration (.1); conference with Hilco, M. Levine, M. Sloman re Hilco retention considerations (.4).
02/26/25	Michael A. Sloman	0.50	Telephone conference with M. Levine, K&E team, Hilco re retention considerations (.4); prepare for same (.1).
02/27/25	Rachel Golden	1.40	Review, analyze professional fee statements (1.2); correspond with YC team re same (.2).
02/27/25	Maddison Levine	0.40	Review, revise ordinary course professional declaration (.3); correspond with J. Raphael, K&E team re same (.1).
02/27/25	Dominick Vito Manetta	0.90	Review, revise Ernst & Young fee application.
02/27/25	Brian Nakhaimousa	0.10	Correspond with R. Golden re EY fee statement.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Retention – Non-K&E

Invoice Number: 1050116049
Matter Number: 58395-21

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Joshua Raphael	1.60	Review, analyze ordinary course professional order, declarations (.4); correspond with YC team, M. Levine, K&E team re same (.3); review, analyze ordinary course professional declaration (.3); revise same (.6).
02/27/25	Michael A. Sloman	0.50	Review, analyze considerations re Hilco retention (.2); correspond with YC team re same (.1); review, analyze considerations re Guggenheim retention (.2).
02/28/25	Aislinn Comiskey	1.90	Conference with M. Sloman, K&E team, Guggenheim team re retention considerations (.6); research precedent re same (1.1); correspond with M. Sloman, I. Thakran re same (.2).
02/28/25	Maddison Levine	0.90	Telephone conference with Guggenheim, M. Sloman, K&E team re retention considerations, next steps (.5); correspond with Guggenheim re same, research re 363 retention application (.4).
02/28/25	Brian Nakhaimousa	1.00	Conference with M. Levine, K&E team, Guggenheim re retention matters (.5); correspond with R. Golden re motion to seal re retention (.1); review, comment on same (.4).
02/28/25	Joshua Raphael	0.70	Review, revise ordinary course professional declaration (.5); correspond with ordinary course professional re same (.2).
02/28/25	Michael A. Sloman	0.80	Telephone conference with M. Levine, K&E team, Guggenheim team re retention considerations (.6); prepare for same (.2).
02/28/25	Ishaan G. Thakran	1.30	Research re 363 retention application (.6); conference with M. Sloman, K&E team re same (.5); correspond with A. Comiskey re same (.2).
Total		35.00	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116050
Client Matter: 58395-22

In the Matter of Vendor Matters

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	\$ 52,539.50
Total legal services rendered	\$ 52,539.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Vendor Matters

Invoice Number: 1050116050
 Matter Number: 58395-22

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Caroline Buthe	0.90	880.00	792.00
Aislinn Comiskey	4.30	880.00	3,784.00
Julia Fletcher	9.80	880.00	8,624.00
Rachel Golden	19.20	1,195.00	22,944.00
Maddison Levine	1.90	1,465.00	2,783.50
Brian Nakhaimousa	2.80	1,465.00	4,102.00
Sarah Osborne	5.10	1,065.00	5,431.50
Ishaan G. Thakran	0.80	1,065.00	852.00
Mary Catherine Young	2.70	1,195.00	3,226.50
TOTALS	47.50		\$ 52,539.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050116050
Matter Number: 58395-22

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/17/25	Maddison Levine	0.50	Correspond with Alix team, Paul Hastings team, Latham team, Pachulski team, U.S. Trustee re vendor reporting (.3); review, analyze report re same (.2).
02/18/25	Brian Nakhaimousa	2.00	Conference with Company, YC, AlixPartners re vendor matters (.5); conference with AlixPartners re vendor issues (.5); summarize same (.5); correspond with M. Young, K&E team re same (.3); conference with M. Young re same (.2).
02/18/25	Mary Catherine Young	2.20	Conference with Alix team re vendor considerations (.4); draft, revise summary re same (1.4); correspond with B. Nakhaimousa, K&E team re same (.4).
02/20/25	Rachel Golden	1.00	Conference with Company, Alix team, YC team, S. Osborne, K&E team re vendor issues (.6); prepare for same (.4).
02/21/25	Rachel Golden	1.20	Correspond with Kroll team, Alix team re vendor issues (.3); correspond with S. Osborne, K&E team re same (.2); analyze issues re same (.7).
02/24/25	Caroline Buthe	0.50	Correspond with Alix team re vendor issue (.2); telephone conference with J. Fletcher re same (.1); correspond with J. Fletcher re same (.1); correspond with R. Golden re same (.1).
02/24/25	Rachel Golden	2.70	Correspond with J. Fletcher re vendor outreach summary (.1); review, analyze same (2.1); correspond with Company, YC team re vendor issues (.5).
02/24/25	Maddison Levine	0.60	Review, analyze vendor issues (.4); correspond with R. Golden, K&E team re same, next steps (.2).
02/24/25	Ishaan G. Thakran	0.80	Correspond with M. Levine, K&E team re vendor reporting (.3); correspond with Alix team, Paul Hastings team, Latham team, Pachulski team, U.S. Trustee re same (.5).
02/25/25	Caroline Buthe	0.10	Correspond with Alix team re vendor issue.
02/25/25	Aislinn Comiskey	2.30	Conferences with R. Golden, K&E team re vendor issues, related considerations (1.4); correspond with R. Golden, S. Osborne, Company, YC team, Alix team re same (.9).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050116050
Matter Number: 58395-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Julia Fletcher	2.80	Conference with R. Golden re vendor issues (.7); draft vendor status summary (1.7); correspond with R. Golden, S. Osborne re same (.4).
02/25/25	Rachel Golden	6.10	Review, revise vendor outreach summary (1.0); correspond with J. Fletcher re same (.1); review, analyze vendor issues (1.9); review, analyze correspondence from vendors re same (2.1); correspond with Company, YC team re vendor issues (.5); conference with Company, YC team, Alix team re vendor issues (.5).
02/25/25	Sarah Osborne	0.90	Telephone conference with Company, R. Golden, Alix team re vendor matters (.5); correspond with R. Golden re same (.4).
02/26/25	Caroline Buthe	0.30	Correspond with R. Golden re vendor issues (.2); correspond with vendor re same (.1).
02/26/25	Aislinn Comiskey	1.30	Telephone conference with R. Golden, K&E team, Alix team, YC team re vendor issues (.4); draft summary re same (.6); correspond with R. Golden, K&E team re same (.1); review, analyze vendor correspondence re same (.2).
02/26/25	Julia Fletcher	1.00	Telephone conference with Alix team re outstanding vendor issues (.5); review, revise vendor summary re same (.5).
02/26/25	Rachel Golden	3.00	Correspond with J. Fletcher re vendor summary (.1); review, analyze same, vendor issues (1.6); review, analyze correspondence from vendors re same (.7); correspond with Company, YC team re vendor issues (.6).
02/26/25	Maddison Levine	0.80	Telephone conference with R. Golden, K&E team, Alix team, YC team re vendor issues (.5); review, analyze issues re same (.3).
02/26/25	Sarah Osborne	1.70	Review, revise vendor summary (1.2); telephone conference with YC team, Alix team, R. Golden, K&E team re vendor matters (.5).
02/26/25	Mary Catherine Young	0.50	Conference with R. Golden, K&E team, YC team, Alix team re vendor matters.
02/27/25	Aislinn Comiskey	0.70	Conference with R. Golden, K&E team re vendor issues (.5); correspond with Alix team re same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Vendor Matters

Invoice Number: 1050116050
Matter Number: 58395-22

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Julia Fletcher	4.50	Telephone conferences with R. Golden, K&E team re vendor issues (1.2); review, revise vendor summary re same (.6); review, analyze critical vendor agreement (.2); research re recoupment re vendor inquiry (2.5).
02/27/25	Rachel Golden	4.10	Correspond with Company, YC, Alix re vendor issues (.7); review, analyze issues re same (2.8); conference with Company re same (.3); correspond with S. Osborne re same (.3).
02/27/25	Sarah Osborne	1.10	Telephone conference with R. Golden, K&E team re vendor issues (.4); draft correspondence to vendors, Alix team re same (.4); review, revise summary re same (.3).
02/28/25	Julia Fletcher	1.50	Review, analyze critical vendor agreement (.6); review, revise vendor outreach summary (.9).
02/28/25	Rachel Golden	1.10	Correspond with Company, YC team, Alix team re vendor issues (.6); conference with Company re same (.3); correspond with S. Osborne re same (.2).
02/28/25	Brian Nakhaimousa	0.80	Conference with Company, R. Golden, K&E team re vendor matter (.5); review, analyze issues re same (.3).
02/28/25	Sarah Osborne	1.40	Review, revise critical vendor agreement (.8); review, revise vendor outreach summary (.4); correspond with R. Golden, Alix team re vendor matters (.2).
Total		47.50	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116051
Client Matter: 58395-23

In the Matter of Litigation

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	\$ 1,049,421.50
Total legal services rendered	\$ 1,049,421.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Angarola	25.90	865.00	22,403.50
Bill Arnault, P.C.	53.20	2,015.00	107,198.00
Devika M. Balaram	2.00	1,295.00	2,590.00
Anna Therese Beavers	9.40	865.00	8,131.00
Keaton Blazer	8.50	865.00	7,352.50
Socrates L. Boutsikaris	7.20	1,345.00	9,684.00
Danny Brown	40.60	1,185.00	48,111.00
Christopher Buxton	1.20	1,445.00	1,734.00
Hacibey Catalbasoglu	18.20	865.00	15,743.00
Uzo Dike	12.20	705.00	8,601.00
Ashton Dubey	19.00	1,185.00	22,515.00
Carlos Estrada	20.90	1,025.00	21,422.50
Houston Gao	4.90	560.00	2,744.00
Jeffrey Ross Goldfine	37.90	1,745.00	66,135.50
Nicole L. Greenblatt, P.C.	1.10	2,595.00	2,854.50
Belle A. E. Harris	20.10	1,025.00	20,602.50
Grace Hartnett	4.40	1,025.00	4,510.00
Shayne Henry	69.40	1,695.00	117,633.00
Maggie Houseknecht	25.30	1,445.00	36,558.50
Henry Huang	48.00	625.00	30,000.00
Derek I. Hunter	3.50	1,735.00	6,072.50
Jeffrey M. Jacobsen	1.50	1,185.00	1,777.50
Jacquelyn M. Kasulis, P.C.	2.50	2,265.00	5,662.50
Eric S. Kay	7.60	1,445.00	10,982.00
Joshua Lacoste	7.00	1,025.00	7,175.00
Andrew Lee	2.40	1,025.00	2,460.00
Michael David Lehavi	8.90	1,025.00	9,122.50
Chris Leveroni	31.80	1,025.00	32,595.00
Maddison Levine	12.30	1,465.00	18,019.50
Sean Lopez	31.80	690.00	21,942.00
Melanie MacKay	48.00	1,695.00	81,360.00
Dominick Vito Manetta	0.60	880.00	528.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Mark McKane, P.C.	28.30	2,265.00	64,099.50
Brent Daniel Mobbs	13.80	1,025.00	14,145.00
Brian Nakhaimousa	5.10	1,465.00	7,471.50
Austin Pennington	8.60	865.00	7,439.00
Armando L. Prather	2.60	1,185.00	3,081.00
Gregory B. Sanford	2.10	1,745.00	3,664.50
Michael James Sitcawich	23.10	1,025.00	23,677.50
Josh Sussberg, P.C.	1.50	2,595.00	3,892.50
Eric J. Tarosky	18.30	1,025.00	18,757.50
Kyla Elise Taylor	38.50	1,345.00	51,782.50
Samantha Tidwell	7.60	1,025.00	7,790.00
Matthew Calloway Walker	7.60	1,025.00	7,790.00
Brandon R. Weber	12.20	1,185.00	14,457.00
Amber L. Whipkey	44.60	1,295.00	57,757.00
Jiange Xiao	6.20	1,185.00	7,347.00
Yi Zhang	2.00	1,025.00	2,050.00
TOTALS	809.40		\$ 1,049,421.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Bill Arnault, P.C.	3.10	Telephone conference with M. Levine, K&E team re litigation status, case strategy (.2); telephone conference with Paul Hastings team re same (.8); review, analyze production materials litigation issues (1.9); telephone conference with M. McKane re same (.1); telephone conference with J. Goldfine re same (.1).
02/14/25	Danny Brown	3.10	Review and analyze litigation matters, related issues (2.2); draft summary re same (.9).
02/14/25	Jeffrey Ross Goldfine	0.40	Telephone conferences with M. McKane and B. Arnault re litigation background and next steps.
02/14/25	Mark McKane, P.C.	1.60	Conference with Company, M. Levine, K&E team, advisors re case status, outstanding litigation issues (1.2); conference with J. Goldfine, K&E team re next steps (.4).
02/14/25	Mark McKane, P.C.	2.30	Review, analyze Freedom Lenders' adequate protection motion (.6); review, analyze discovery strategy (.8); review, analyze documents re discovery (.4); review, analyze contested litigation issues (.5).
02/15/25	Bill Arnault, P.C.	2.60	Review, analyze key litigation workstreams (.9); review, analyze key documents and background materials re same (1.2); telephone conference with M. Levine, K&E team, Petrillo re investigations (.5).
02/15/25	Bill Arnault, P.C.	0.50	Telephone conference with J. Goldfine, K&E team re investigations.
02/15/25	Jeffrey Ross Goldfine	2.90	Telephone conference with B. Arnault, K&E team, Petrillo re investigation (.5); review and analyze background materials re same (.8); review, analyze litigation issues (1.6).
02/15/25	Jeffrey Ross Goldfine	0.50	Telephone conference with B. Arnault, K&E team re investigations.
02/15/25	Maddison Levine	1.60	Telephone conference with B. Arnault, K&E team, Petrillo re investigation (.5); review, analyze materials, related issues re same (1.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/15/25	Mark McKane, P.C.	2.30	Review, analyze Freedom Lenders' adequate protection motion (.6); review, analyze Willkie retention ruling transcript, discovery strategy (.8); review, analyze documents re discovery (.4); review, analyze contested litigation issues (.5).
02/15/25	Brian Nakhaimousa	0.50	Conference with M. Levine, D. Hunter re investigation matters.
02/15/25	Josh Sussberg, P.C.	0.20	Correspond with N. Greenblatt, K&E team re director interviews.
02/16/25	Bill Arnault, P.C.	1.00	Telephone conference with Pachulski team re various litigation matters (.3); telephone conference with Willkie team re same, case background (.5); telephone conference with M. McKane re litigation updates (.2).
02/16/25	Jeffrey Ross Goldfine	2.40	Telephone conference with M. McKane, K&E team and Pachulski team re litigation background and next steps (.3); telephone conference with B. Arnault, K&E team re same (.7); review and analyze background materials re same (1.4).
02/16/25	Shayne Henry	3.40	Conference with M. McKane re litigation transition and case schedule (.3); correspond with M. McKane re same (.3); prepare for same (.2); review, analyze background materials re litigation matters (2.0); review, analyze transition document discovery workstreams (.6).
02/16/25	Mark McKane, P.C.	2.50	Conference with Willkie re Freedom Lender litigation and pending discovery (.8); review, analyze background materials re plan, valuation, adequate protection and release issues (1.7).
02/16/25	Brian Nakhaimousa	1.30	Review, analyze case materials re open litigation matters.
02/17/25	Bill Arnault, P.C.	1.90	Draft outline re litigation workstreams (.4); review and analyze motion to adjourn and disclosure statement (1.5).
02/17/25	Bill Arnault, P.C.	0.50	Telephone conference with J. Goldfine, K&E team re investigation.
02/17/25	Jeffrey Ross Goldfine	0.80	Telephone conference with M. McKane, K&E team re Akin investigation interviews (.3); telephone conference with B. Arnault, K&E team re same (.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/17/25	Shayne Henry	2.10	Correspond with J. Goldfine, K&E team re transition documents and workstreams (1.2); review, analyze disclosure statement and adjournment filings re discovery matters (.9).
02/17/25	Jacquelyn M. Kasulis, P.C.	1.50	Review, analyze subpoenas and background materials.
02/17/25	Melanie MacKay	4.20	Review, analyze prior filings, relevant materials re litigation matters (2.2); review, analyze discovery materials (2.0).
02/17/25	Dominick Vito Manetta	0.60	Compile, analyze documents re litigation open issues.
02/17/25	Mark McKane, P.C.	8.20	Conference with Company, J. Sussberg, K&E team re contested litigation strategy (.8); conference with Ducera team, Alix team, J. Goldfine, K&E team re same (.6); review, analyze status of Wartell investigation and next steps (1.3); review, analyze investigation interviews and document production (.9); prepare for conference with Company re contested matters (.3); participate in conference re same (.4); participate in witness preparation of current director (.6); review, analyze potential confirmation issues and proposed schedule (1.8); review, analyze renewed motion to adjourn (.5); correspond with witnesses re requested interview re SEC and DOJ subpoena (.6) correspond with J. Kasulis re same (.4).
02/18/25	Bill Arnault, P.C.	1.90	Telephone conference with J. Goldfine, K&E team re litigation strategy (.5); prepare for same (.4); draft summary re discovery work in process, expert issues, contested confirmation issues and scheduling issues (1.0).
02/18/25	Uzo Dike	2.40	Conference with discovery vendor, S. Henry re discovery background (.6); review, analyze documents re discovery production (.9); prepare document production re same (.3); draft and revise discovery production letter (.2); correspond with White & Case team and Pachulski team re document production (.4).
02/18/25	Jeffrey Ross Goldfine	3.30	Telephone conference with M. McKane, K&E team re litigation strategy (.5); prepare for witness interview (2.0); participate in same (.8).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Shayne Henry	4.10	Conference with Paul Hastings team re litigation status and contested disclosure statement hearing matters (.6); conference with discovery vendor re transition (.5); coordinate production of documents (1.0); conference with Company, Ducera team, M. McKane, K&E team and Alix team re litigation strategy (.3); conference with B. Arnault re same (.5); conference with A. Whipkey re discovery issues (.5); correspond with A. Whipkey re discovery background (.4); correspond with Willkie team re discovery issues (.3).
02/18/25	Derek I. Hunter	3.50	Conference with M. Levine, K&E team, Company re litigation issues (1.0); conference with B. Nakhaimousa, K&E team, Paul Hastings re litigation discussion, next step (.5); conference with M. Levine, K&E team, Akin team, YC team re J. Hartmann interview (2.0).
02/18/25	Jacquelyn M. Kasulis, P.C.	1.00	Correspond re DOJ investigation with Company (.5); conference with Winston Strawn re same (.5).
02/18/25	Maddison Levine	1.40	Attend J. Hartmann interview.
02/18/25	Melanie MacKay	1.40	Review, analyze contested matter filings and discovery materials.
02/18/25	Melanie MacKay	0.50	Conference with S. Henry and A. Whipkey re discovery materials, productions.
02/18/25	Melanie MacKay	0.50	Telephone conference with J. Goldfine, K&E team re status of discovery and litigation strategy.
02/18/25	Mark McKane, P.C.	1.90	Telephone conference with J. Goldfine, K&E team re litigation strategy (.5); prepare for same (.3); correspond with S. Henry re pending document production (.4); review, analyze adequate protection motion re strategy (.7).
02/18/25	Brian Nakhaimousa	0.50	Attend J. Hartmann interview.
02/19/25	Bill Arnault, P.C.	1.70	Revise and draft project list and discovery workstream (.6); review, revise scheduling order (.4); review, analyze background documents re same (.7).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Shayne Henry	4.40	Correspond with Willkie team re discovery (1.5); correspond with discovery vendor re statement of work amendment and database access (.2); conference with M. MacKay re discovery strategy (.4); correspond with B. Arnault, K&E team re discovery status (.5) review and analyze proposed case schedule (.2); correspond with B. Arnault re same (.1); review, analyze discovery production re independent director investigations (.7); review, analyze discovery vendor agreement (.8).
02/19/25	Melanie MacKay	0.60	Conference with S. Henry, K&E team re discovery work in process.
02/19/25	Melanie MacKay	1.60	Review, analyze discovery production (.6); draft summary re discovery production issues (.4); correspond with S. Henry, K&E team re the same (.6).
02/19/25	Amber L. Whipkey	2.30	Review, analyze strategic considerations re discovery matters, related work in process (1.8); draft summary re same (.5).
02/20/25	Bill Arnault, P.C.	7.80	Telephone conference with J. Goldfine, K&E team re litigation strategy (1.0); prepare for same (.8); telephone conference with Petrillo team re discovery (.3); review and revise discovery schedule (1.1); review, analyze hearing transcripts (2.1); draft witness list and issues list (.9); review, analyze discovery documents and production statistics (.7); correspond with A. Beavers, K&E team re discovery and schedule (.5); correspond with A. Beavers, K&E team re same (.4).
02/20/25	Anna Therese Beavers	0.50	Correspond with B. Arnault re litigation matters (.4); review, analyze pleadings re same (.1).
02/20/25	Danny Brown	5.40	Prepare for telephone conference with M. MacKay, K&E team re discovery (.4); telephone conference with M. MacKay, K&E team re same (.5); review and analyze background materials, issues re same (3.7); draft discovery requests (.8).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/20/25	Uzo Dike	1.40	Correspond with Paul Hastings team re discovery production (.5); conference with T. Johnson re litigation diligence workstream (.2); review, analyze case materials re same (.7).
02/20/25	Ashton Dubey	1.50	Review and analyze background documents re litigation matters (.9); review, analyze issues re same (.6).
02/20/25	Jeffrey Ross Goldfine	1.00	Telephone conference with B. Arnault, K&E team, Paul Hastings team, advisors re deal status, litigation considerations, next steps (.5); telephone conference with N. Greenblatt, K&E team, Company, advisors re same (.5).
02/20/25	Jeffrey Ross Goldfine	2.20	Telephone conference with N. Greenblatt, K&E team re contested litigation matters (.4); telephone conference with B. Arnault, K&E team re litigation strategy re same (.9); correspond with Akin team re investigation (.3); review, analyze valuation materials, related issues (.3); review, analyze discovery requests (.3).
02/20/25	Shayne Henry	8.70	Coordinate production of documents to Paul Hastings team (.3); conference with B. Arnault, K&E team re litigation strategy (1.0); conference with M. McKay re same, discovery strategy (.5); correspond with Willkie team re discovery status (1.0); conference with Willkie team re same (1.5); draft discovery production procedures (.5); coordinate document review process (.9); review, analyze supplemental interrogatory responses (.5); conference with B. Arnault re litigation strategy (.5); review, analyze case pleadings and background materials re litigation matters (2.0).
02/20/25	Maggie Houseknecht	4.60	Review, analyze background material re upcoming document review (2.6); review, analyze background material re fact development re same (2.0).
02/20/25	Maddison Levine	1.30	Telephone conference with N. Greenblatt, K&E team re Buddys litigation (.7); review, analyze pleadings, issues re same (.6).
02/20/25	Melanie MacKay	0.30	Conference with S. Henry, K&E team, discovery vendor re collecting, batching and quality check of discovery documents.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/20/25	Melanie MacKay	0.50	Conference with D. Brown, K&E team re document production and collection.
02/20/25	Melanie MacKay	0.50	Telephone conference with J. Goldfine, K&E team re litigation strategy and projects.
02/20/25	Melanie MacKay	0.40	Review, analyze pending requests for production, discovery responses (.2); draft supplements to interrogatory responses (.2).
02/20/25	Mark McKane, P.C.	1.20	Correspond with J. Goldfine, K&E team re discovery and valuation issues (.5); review, analyze rebuttal report issues (.3); review, analyze request for letter brief (.4).
02/20/25	Kyla Elise Taylor	5.70	Review, analyze background materials re litigation matters (3.9); review, analyze contested pleadings re same (1.8).
02/20/25	Amber L. Whipkey	1.90	Review, analyze strategic considerations re discovery matters (1.0); review, analyze document production (.9).
02/21/25	Bill Arnault, P.C.	7.30	Telephone conference with Petrillo team re investigation (.4); conference with White & Case team re discovery (.3); prepare for same (1.9); telephone conference with Paul Hastings team re appeals (.3); prepare for telephone conference with Paul Hastings team re same (2.1); telephone conference with M. Levine, K&E team re litigation work in process (.5); telephone conference with Ducera team re same, valuation (.4); telephone conference with J. Goldfine, K&E team re litigation work in process (.3); draft outline re trial evidence and witnesses re potential releases (1.1).
02/21/25	Anna Therese Beavers	1.00	Correspond with A. Whipkey re document review (.2); review, analyze materials re same (.8).
02/21/25	Danny Brown	9.20	Review and analyze litigation background materials (2.1); draft discovery requests (3.9); draft additional discovery requests (2.7); correspond with J. Goldfine, K&E team re same (.5).
02/21/25	Uzo Dike	1.20	Correspond with S. Lopez, K&E team re discovery team management (.4); review, analyze issues re same (.8).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/21/25	Jeffrey Ross Goldfine	4.20	Telephone conference with Company, S. Hayne, K&E team re litigation work in process (1.1); telephone conference with N. Greenblatt, K&E team re litigation strategy (.5); telephone conference with B. Arnault and Ducera team re same, valuation (.5); telephone conference with B. Arnault and K&E team re litigation open items, strategy re same (.4); review, analyze considerations re Akin investigation (.8); review, revise discovery requests (.9).
02/21/25	Shayne Henry	7.50	Coordinate discovery transition and review process (3.9); conference with White & Case team re discovery (.3); prepare for same (.5); conference with B. Arnault re litigation strategy (.4); review, analyze discovery vendor agreement revisions (.3); review, analyze considerations re discovery document review (.6); review, revise board minutes re production issues (.5); conference with Willkie team re discovery database structure (.5); prepare for same (.5).
02/21/25	Henry Huang	4.60	Conference with S. Lopez, K&E team, discovery vendor and Willkie team re litigation status and discovery transfer (1.0); correspond with S. Lopez, K&E team re same (.5); review and analyze discovery summary (1.2); review and analyze documents re same (.6); review, revise discovery work in process summary (1.3).
02/21/25	Eric S. Kay	6.20	Review, analyze case background materials re discovery (3.9); review, analyze issues re same, next steps re production (2.3).
02/21/25	Chris Leveroni	2.50	Review, analyze discovery documents re privilege issues, responsiveness.
02/21/25	Maddison Levine	1.40	Telephone conference with N. Greenblatt, K&E team re litigation strategy (.5); prepare for same (.4); telephone conference with Company, Ducera, B. Nakhaimousa, K&E team re Buddy update (.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/21/25	Sean Lopez	6.00	Review and analyze Willkie document review protocols (2.5); review and analyze document production organization (2.0); prepare for telephone conference with Willkie team, H. Huang, K&E team re document review (1.0); correspond with A. Whipkey and H. Huang re same (.5).
02/21/25	Melanie MacKay	1.00	Telephone conference with S. Lopez, K&E team, Wilkie team re discovery and document collections.
02/21/25	Melanie MacKay	0.50	Telephone conference with J. Goldfine, K&E team re litigation strategy.
02/21/25	Melanie MacKay	0.30	Conference with S. Henry, K&E team re outstanding discovery issues.
02/21/25	Mark McKane, P.C.	0.80	Conference with J. Goldfine, K&E team re discovery (.5); prepare for same (.3).
02/21/25	Brian Nakhaimousa	0.50	Conference with B. Arnault, K&E team re litigation matters, next steps.
02/21/25	Michael James Sitcawich	0.30	Review, analyze document review protocol.
02/21/25	Josh Sussberg, P.C.	0.70	Correspond with N. Greenblatt, K&E team re confirmation and litigation (.2); correspond with M. McKane, K&E team re Petrillo investigation (.3); correspond with M. McKane re litigation staffing (.2).
02/21/25	Matthew Calloway Walker	1.20	Review, analyze correspondence from A. Whipkey re document review protocol (.1); review , analyze issues re same (.4); review, analyze document review protocol re second day hearing (.4); review, analyze take-private document review protocol (.3).
02/21/25	Amber L. Whipkey	1.90	Review, analyze strategic considerations re discovery matters, review, production (1.1); draft summary re same (.8).
02/22/25	Bill Arnault, P.C.	0.70	Correspond with J. Goldfine, K&E team re discovery and document production.
02/22/25	Danny Brown	7.10	Draft discovery requests (3.6); review, analyze issues re same (1.0); review and analyze background materials re discovery (2.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/22/25	Jeffrey Ross Goldfine	3.60	Telephone conference with J. Sussberg, K&E team and Company advisors re litigation strategy (.5); review, revise discovery requests (2.6); review, analyze Akin investigation interview schedule (.5).
02/22/25	Shayne Henry	2.20	Coordinate document discovery (1.3); correspond with Ducera re same (.2); correspond with discovery vendor re document production (.5); review, analyze issues re same (.2).
02/22/25	Henry Huang	3.10	Review and analyze discovery search terms (.8); review, analyze discovery work in process (1.7); review and analyze issues re discovery search terms (.6).
02/22/25	Maddison Levine	2.90	Draft letter brief to District Court re 2L appeals (1.9); conference with D. Hunter, B. Nakhaimousa, K&E team re same (.4); review, analyze pleadings re same (.6).
02/22/25	Sean Lopez	1.30	Review and analyze revised document review protocol (.3); correspond with discovery vendor re discovery issues (.2); draft collection, processing and production summaries (.5); correspond with A. Whipkey, K&E team re same (.3).
02/22/25	Melanie MacKay	0.30	Conference with A. Whipkey, K&E team re document production and review.
02/22/25	Melanie MacKay	1.30	Review and revise draft document review protocol (1.0); correspond with A. Whipkey, K&E team re same (.3)
02/22/25	Mark McKane, P.C.	0.50	Review, analyze potential claims against Freedom lenders.
02/22/25	Amber L. Whipkey	1.70	Review, analyze issues re discovery matters, review and production (1.1); correspond with M. Mackay re document production issues (.6).
02/22/25	Amber L. Whipkey	2.10	Draft protocol re document review.
02/23/25	Bill Arnault, P.C.	1.10	Telephone conference with Alix team re litigation work in process (.9); telephone conference with M. McKane re same (.2).
02/23/25	Bill Arnault, P.C.	2.40	Review, analyze litigation matters and key documents re potential claims (1.1); correspond with M. McKane, K&E team re same (1.3).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/23/25	Danny Brown	1.20	Draft and revise discovery requests.
02/23/25	Ashton Dubey	0.30	Review and analyze background documents re litigation.
02/23/25	Jeffrey Ross Goldfine	2.80	Telephone conference with N. Greenblatt, K&E team and Alix team re litigation strategy (.5); review and revise discovery requests (1.9); review, analyze Akin investigation interview outlines (.4).
02/23/25	Shayne Henry	5.20	Coordinate document discovery (3.9); review, analyze document review (.3); review, revise document review protocol (1.0).
02/23/25	Maggie Houseknecht	0.70	Review, analyze Willkie document review protocol.
02/23/25	Henry Huang	3.20	Review, revise summary re document review (.5); prepare documents re production (1.4); review and analyze production specification (.4); telephone conference with S. Lopez, K&E team, discovery vendor re document production (.5); correspond with S. Lopez, K&E team, discovery vendor re same (.4).
02/23/25	Maddison Levine	1.70	Review, revise letter brief to District Court re 2L appeals (1.2); correspond with D. Hunter, B. Nakhaimousa, K&E team re same (.3); conference with D. Hunter, B. Nakhaimousa, K&E team re same (.2).
02/23/25	Sean Lopez	1.30	Review, analyze documents re take-private transaction (.3); correspond with H. Huang, K&E team, discovery vendor team re production review (.4); prepare production quality control review (.6).
02/23/25	Mark McKane, P.C.	0.90	Conference with J. Goldfine, K&E team and Alix team re litigation strategy (.6); correspond with B. Arnault re discovery and timing re same (.3).
02/23/25	Josh Sussberg, P.C.	0.40	Telephone conference with PSJZ, N. Greenblatt, K&E team re litigation claims (.3); correspond with PSJZ, N. Greenblatt, K&E team re same (.1).
02/23/25	Amber L. Whipkey	2.30	Draft protocol re document review (1.9); review, analyze issues re same (.4).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/23/25	Amber L. Whipkey	3.40	Review, analyze considerations re document collection, review, production (2.1); draft summary re same (.8); review, analyze issues re same (.5).
02/24/25	Bill Arnault, P.C.	4.60	Telephone conference with S. Henry, K&E team re discovery (.3); review and revise appellate letter brief (1.2); review, analyze discovery workstreams (1.3); correspond with M. McKane, K&E team re same (.8); correspond with M. McKane, K&E team re investigations and documents re same (1.0).
02/24/25	Anna Therese Beavers	0.30	Correspond with S. Henry re document review.
02/24/25	Keaton Blazer	0.90	Review and analyze litigation issues.
02/24/25	Socrates L. Boutsikaris	0.70	Review, analyze litigation issues.
02/24/25	Hacibey Catalbasoglu	1.30	Review, analyze litigation issues.
02/24/25	Uzo Dike	3.20	Review, analyze strategic considerations re document review (.5); draft production summary (.7); conference with A. Whipkey, K&E team re document review logistics (.7); review, analyze production re quality control (.5); correspond with S. Henry, K&E team re production logistics (.3); draft production letter (.3); produce requested documents (.2).
02/24/25	Ashton Dubey	1.70	Review and analyze potential and ongoing litigation (1.1); draft summary re same (.6).
02/24/25	Houston Gao	3.40	Review and analyze final production set (3.1); correspond with U. Dike, K&E team re document production (.3).
02/24/25	Jeffrey Ross Goldfine	2.90	Telephone conference with G. Harnett and E. Tarosky re case background and litigation workstreams (.3); telephone conference with Company re Akin subpoena (.2); telephone conference with director re Akin interview (.4); review and revise discovery requests (1.7); review, analyze Akin interview matters (.3).
02/24/25	Nicole L. Greenblatt, P.C.	0.60	Review, analyze scheduling order matters (.4); correspond with B. Arnault, K&E team re same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Shayne Henry	5.00	Telephone conference with M. MacKay, K&E team re litigation strategy (.4); prepare for same (.5); review and revise document review protocol (1.0); prepare additional document collections (2.0); correspond with M. MacKay, K&E team re litigation background materials, litigation schedule and document review (.6); coordinate production of documents (.5).
02/24/25	Henry Huang	7.60	Telephone conference with S. Lopez, K&E team and discovery vendor re case status (.5); prepare for same (.1); review, revise discovery workflow settings (1.3); prepare documents for production (.7); correspond with discovery vendor re document production (.9); review and analyze document review protocol (.4); review and analyze board meeting documents re discovery issues (1.1); review, revise document review protocol (1.0); prepare documents for review (1.6).
02/24/25	Chris Leveroni	1.80	Review, analyze documents re production issues.
02/24/25	Maddison Levine	0.60	Review, revise letter brief to District Court re 2L appeals (.4); correspond with B. Arnault, K&E team re filing re same (.2).
02/24/25	Sean Lopez	8.40	Review and revise privilege summary (2.0); review, analyze quality check re second production of documents (1.0); correspond with H. Huang re same (.1); review and analyze updated document review protocol (.8); review and analyze collection summary (.6); review and analyze potential tagging re document review (1.1); telephone conference with H. Huang, K&E team, discovery vendor re discovery status and upcoming productions (.5); prepare for same (.5); prepare initial set of documents for production (1.8).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Melanie MacKay	7.20	Review and revise discovery protocol (1.2); review, analyze considerations re document review (3.0); correspond with S. Lopez, K&E team and discovery vendor re document review (.5); conference with A. Whipkey, K&E team re collection status and document review strategy (.9); review, analyze background materials re litigation issues (.6); telephone conference with S. Henry, K&E team re litigation strategy, interviews and document collections (.4); conference with A. Whipkey, K&E team re production of documents (.4); conference with M. MacKay, K&E team re potential litigation scheduling order (.2).
02/24/25	Brian Nakhaimousa	2.30	Review, revise letter to District Court re motion to expedite (1.0); correspond with B. Arnault, K&E team re same (.1); review, analyze Freedom Lender POCs (.9); correspond with C. Buthe, M. Levine re same (.1); correspond with J. Foster, K&E team re pro hac vices re District Court (.2).
02/24/25	Michael James Sitcawich	2.40	Review, analyze ongoing litigation issues.
02/24/25	Josh Sussberg, P.C.	0.20	Review, analyze issues re take private transaction.
02/24/25	Eric J. Tarosky	0.50	Conference with J. Goldfine, E. Tarosky re status of litigation issues.
02/24/25	Eric J. Tarosky	2.00	Review, analyze key pleadings, related materials re ongoing litigation (1.1); review, analyze issues re same (.9).
02/24/25	Eric J. Tarosky	0.60	Correspond with G. Hartnett re investigation interviews with Akin team and Company.
02/24/25	Eric J. Tarosky	0.80	Conference with J. Goldfine and director re investigation interview with Akin team.
02/24/25	Samantha Tidwell	2.00	Telephone conference with S. Henry, K&E team re litigation updates and document production (.4); review, analyze background information re same (1.6).
02/24/25	Matthew Calloway Walker	1.30	Review, analyze correspondence from A. Whipkey and S. Henry re document review protocol (.2); review, analyze Company's reply to disclosure statement objection re production issues (1.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/24/25	Brandon R. Weber	0.20	Review, analyze litigation work in process.
02/24/25	Amber L. Whipkey	4.90	Review, analyze discovery matters (2.0); review, analyze production re substantial completion deadline (2.9).
02/25/25	Michael Angarola	3.00	Review and analyze background materials re litigation work in process (2.1); draft summary re same (.9).
02/25/25	Michael Angarola	0.70	Review, analyze document production re key documents.
02/25/25	Michael Angarola	1.00	Conference with S. Boutsikaris, K&E team re document review protocol.
02/25/25	Bill Arnault, P.C.	4.90	Telephone conference with Alix team re litigation updates (.5); telephone conference with Akin team re document production (.2); telephone conference with J. Goldfine, K&E team re litigation strategy (.3); review, analyze revisions to litigation schedule (.4); correspond with J. Goldfine, K&E team re discovery and discovery requests (.7); review, analyze documents re affirmative discovery and key topics (.8); prepare for defensive discovery and key tasks (1.4); prepare for telephone conference with J. Goldfine, K&E team re litigation updates (.6).
02/25/25	Anna Therese Beavers	1.80	Review, analyze correspondence from S. Henry re document review (.4); conference with S. Henry re same (.4); review, analyze discovery documents re relevance and privilege (1.0).
02/25/25	Keaton Blazer	1.30	Review, analyze litigation issues (.3); conference with M. Angarola, K&E team re document review summary (1.0).
02/25/25	Socrates L. Boutsikaris	4.10	Review, analyze document review protocol and preliminary case materials re same (3.1); conference with K. Blazer, K&E team re document review summary (1.0).
02/25/25	Danny Brown	3.50	Review, revise discovery requests (1.5); review and analyze draft document review manual (1.0); conference with K. Blazer, K&E team re document review summary (1.0).
02/25/25	Christopher Buxton	1.20	Conference with K. Blazer, K&E team re document review summary (1.0); prepare for same (.2).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Hacibey Catalbasoglu	1.00	Conference with K. Blazer, K&E team re document review summary.
02/25/25	Hacibey Catalbasoglu	1.30	Review, analyze document review protocol.
02/25/25	Ashton Dubey	2.20	Review, analyze litigation background issues (.6); review, analyze document review protocol (.5); prepare for conference with C. Buxton, K&E team re document review (.1) conference with C. Buxton, K&E team re same (1.0).
02/25/25	Houston Gao	1.50	Review, analyze document production set (1.4); correspond with H. Huang re same (.1).
02/25/25	Jeffrey Ross Goldfine	3.80	Telephone conference with G. Sanford re litigation workstreams (.2); attend investigation interview with Akin (1.9); telephone conference with B. Arnault, K&E team and Alix team re expert report (.5); telephone conference with B. Arnault, K&E team re litigation workstreams (.4); review, revise discovery requests (.8).
02/25/25	Grace Hartnett	1.00	Telephone conference with A. Whipkey, S. Henry, K&E team re document review protocol.
02/25/25	Shayne Henry	5.30	Oversee document production (1.0); prepare collection of independent director documents (1.0); conference with Akin team re same (.3); telephone conference with C. Buxton, K&E team re document review summary (1.0); prepare for same (.9); analyze issues re document search terms (.4); correspond with Company re same (.2); conference with B. Arnault re litigation strategy (.5).
02/25/25	Maggie Houseknecht	1.70	Review, analyze discovery documents re responsiveness.
02/25/25	Maggie Houseknecht	0.80	Review, analyze document review protocol.
02/25/25	Maggie Houseknecht	1.00	Conference with S. Henry, K&E team re document review.
02/25/25	Maggie Houseknecht	0.30	Correspond with H. Huang, K&E team re document production.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Henry Huang	7.90	Prepare for telephone conference with S. Lopez, K&E team, Company and discovery vendor re document collection (.1); telephone conference with Company, discovery vendor re same (.4); conference with S. Henry, K&E team re document review overview (1.0); review and analyze discovery documents (1.3); prepare discovery documents re attorney review (1.9); review, analyze search terms re document production (1.4); correspond with discovery vendor re search terms (1.2); review, revise document production set (.6).
02/25/25	Eric S. Kay	0.40	Review, analyze document review protocol.
02/25/25	Eric S. Kay	1.00	Conference with S. Henry, K&E team re document review summary.
02/25/25	Andrew Lee	1.40	Review, analyze document review protocol.
02/25/25	Andrew Lee	1.00	Conference with S. Henry, K&E team re document review summary.
02/25/25	Michael David Lehavi	1.50	Review, analyze document review protocol (.5); conference with S. Henry, K&E team re document review summary (1.0).
02/25/25	Chris Leveroni	5.80	Review, analyze document analysis protocol (1.6); conference with S. Henry, K&E team re document review summary (1.0); review, analyze documents re production (3.2).
02/25/25	Maddison Levine	0.60	Review, letter brief to District Court re 2L appeal (.2); correspond with M. McKane, YC team re same (.1); correspond with Alix team, B. Arnault, K&E team re discovery (.3).
02/25/25	Sean Lopez	2.50	Prepare for telephone conference with Company, H. Huang, K&E team and discovery vendor re document review (.3); telephone conference with Company, H. Huang, K&E team, discovery vendor re same (.4); prepare for telephone conference with discovery vendor re same (.2); telephone conference with discovery vendor re same (.5); prepare documents re discovery review (1.1).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Melanie MacKay	7.40	Conference with Akin team re collection and production of documents (.5), correspond with H. Huang, K&E team re collection and production of discovery (.2); prepare for conference with S. Henry, K&E team re document review summary (.2); conference with S. Henry, K&E team re same (1.0); correspond with A. Whipkey and S. Henry re document review protocol (.5); telephone conference with J. Goldfine, K&E team re litigation updates, upcoming deadlines and case strategy re same (.5); review, analyze document review and collections (2.8); correspond with A. Whipkey and S. Henry re same (.7); correspond with A. Whipkey and S. Henry re document review and collections progress and strategy to complete same (.6); review, analyze documents re production issues (.4).
02/25/25	Mark McKane, P.C.	2.00	Review, analyze issues re document production status (.7); telephone conference with Company and advisor team re litigation works in process (.6); review, analyze 2L lender group discovery (.4); correspond with B. Arnault, J. Goldfine re litigation schedule (.3).
02/25/25	Brent Daniel Mobbs	3.70	Conference with S. Henry, K&E team re document review summary (1.0); review, analyze discovery documents re responsiveness, privilege (2.7).
02/25/25	Austin Pennington	1.80	Review, analyze discovery background documents and discovery protocols (.8); conference with S. Henry, K&E team re document review summary (1.0).
02/25/25	Gregory B. Sanford	2.10	Conference with J. Goldfine re valuation expert report deadlines (.4); review and analyze production documents re contested valuation (1.7).
02/25/25	Michael James Sitcawich	4.90	Conference with S. Henry, K&E team re document review summary (1.0); review, analyze background materials re same (1.7); review, analyze documents re discovery production (2.2).
02/25/25	Eric J. Tarosky	2.00	Review, revise summary re Akin investigation interview.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/25/25	Eric J. Tarosky	1.80	Review, analyze document review protocol (.8); review, analyze documents re discovery production (1.0).
02/25/25	Eric J. Tarosky	2.00	Attend Akin investigation interview.
02/25/25	Eric J. Tarosky	1.40	Review, analyze background materials re ongoing litigation.
02/25/25	Kyla Elise Taylor	6.10	Conference with S. Henry, K&E team re document review summary (1.0); review, analyze document review protocol (1.7); review, analyze discovery documents re responsiveness and privilege (3.4).
02/25/25	Samantha Tidwell	2.10	Conference with S. Henry, K&E team re document review summary (1.0); prepare for same (1.1).
02/25/25	Matthew Calloway Walker	1.30	Review, analyze correspondence from S. Henry and A. Whipkey re document review protocol (.2); correspond with S. Henry re document review team meeting (.1); telephone conference with S. Henry, K&E team re document review protocol (1.0).
02/25/25	Brandon R. Weber	1.00	Conference with S. Henry, K&E team re discovery and document review procedures.
02/25/25	Brandon R. Weber	1.90	Review, analyze document review procedure materials (1.0); review, analyze issues re same (.9).
02/25/25	Amber L. Whipkey	5.60	Review, analyze discovery matters (1.7); review, analyze documents re substantial completion deadline (3.9).
02/25/25	Jiange Xiao	1.20	Review, analyze document production issues, open items.
02/26/25	Michael Angarola	7.10	Review, analyze document production re responsiveness, privilege, personal identifying information and issues (4.0); review, analyze document production re potential key documents (3.1).
02/26/25	Bill Arnault, P.C.	1.10	Correspond with M. Mackay, K&E team re scheduling, document production and discovery (.6); conferences with M. MacKay, K&E team re same (.5).
02/26/25	Bill Arnault, P.C.	0.70	Telephone conference with Akin team re documents and discovery (.3); review and analyze correspondence from Akin re documents and discovery (.4).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Anna Therese Beavers	1.20	Review, analyze correspondence from B. Arnault, K&E team re high priority production documents (.3); review, analyze production documents re relevance and privilege (.9).
02/26/25	Keaton Blazer	3.20	Review, analyze documents re production, privilege, related issues.
02/26/25	Socrates L. Boutsikaris	0.90	Review, analyze first day materials re litigation (.3); review, analyze issues re document production (.4); correspond with H. Huang, K&E team re document review (.2).
02/26/25	Danny Brown	5.90	Review and analyze production documents re responsiveness and privilege.
02/26/25	Hacibey Catalbasoglu	3.90	Review, analyze production documents re responsiveness and privilege.
02/26/25	Ashton Dubey	5.40	Review, analyze documents re responsiveness and privilege (4.7); review and analyze documents re litigation work in process (.7).
02/26/25	Carlos Estrada	6.90	Review, analyze background materials re litigation work in process (3.0); review, analyze discovery documents re privilege and responsiveness (3.9).
02/26/25	Jeffrey Ross Goldfine	1.00	Telephone conference with C. Meyer re Akin interview (.2); review and revise discovery requests (.8).
02/26/25	Belle A. E. Harris	0.60	Review, analyze document review protocol.
02/26/25	Grace Hartnett	2.40	Review and analyze case background re document review and defense of proposed plan.
02/26/25	Shayne Henry	5.20	Oversee document discovery production (3.8); revise document review protocol and strategies re same (.5); correspond with M. Houseknecht, K&E team re contested discovery issues (.5); correspond with M. MacKay, K&E team re document production status (.4).
02/26/25	Maggie Houseknecht	0.40	Correspond with S. Henry, K&E team re contested discovery issue.
02/26/25	Maggie Houseknecht	9.80	Review, analyze Debtors' documents re responsiveness (4.0); review, analyze documents re privilege (1.9); review, analyze documents re production (3.9).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Henry Huang	6.90	Correspond with A. Whipkey, K&E team re document review (.5); review, analyze client documents re discovery (1.2); transfer Willkie document review (.8); review and analyze discovery vendor search term reports (.6); correspond with M. MacKay, K&E team re discovery work in process (.9); review documents re responsiveness and privilege (2.9).
02/26/25	Joshua Lacoste	1.20	Review, analyze document review protocol.
02/26/25	Michael David Lehavi	0.30	Review and analyze litigation issues.
02/26/25	Chris Leveroni	8.30	Analyze documents re production (5.0); review, analyze documents re relevance (3.3).
02/26/25	Maddison Levine	0.80	Correspond with D. Hunter, K&E team re Gale litigation (.3); review, revise summary re same (.2); review, analyze pleadings re same (.2); correspond with J. Goldfine re discovery schedule (.1).
02/26/25	Sean Lopez	2.00	Draft summary re document review (1.2); review and analyze privilege terms (.3); correspond with H. Huang re document review (.5).
02/26/25	Melanie MacKay	5.20	Correspond with A. Whipkey, K&E team re document review and production progress and strategy (.5); conference with M. McKane, K&E team re discovery strategy and deadlines (.5); review, analyze issues re document review and production process (3.3); correspond with S. Henry, K&E team re same (.5); review, analyze potentially discoverable documents (.4).
02/26/25	Mark McKane, P.C.	1.40	Conference with M. MacKay, K&E team re settlement strategy (.5); prepare for same (.1); analyze business plan projection issues re potential litigation (.8).
02/26/25	Brent Daniel Mobbs	0.60	Review, analyze document re responsiveness, privilege.
02/26/25	Austin Pennington	0.70	Review, analyze discovery background documents and document review protocols (.5); review, analyze document production (.2).
02/26/25	Armando L. Prather	1.80	Review, analyze document review protocol.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/26/25	Michael James Sitcawich	8.20	Review, analyze document production set re relevance, responsiveness and privilege.
02/26/25	Eric J. Tarosky	1.40	Review, analyze document production issues.
02/26/25	Eric J. Tarosky	2.00	Review, analyze ongoing litigation matters (1.3); review, analyze issues re same (.7).
02/26/25	Eric J. Tarosky	0.40	Conference with J. Goldfine and C. Meyer re investigation interview.
02/26/25	Kyla Elise Taylor	12.20	Review, analyze discovery documents re responsiveness (3.8); review, analyze discovery documents re privilege (4.5); review analyze discovery documents re potential production (3.9).
02/26/25	Samantha Tidwell	3.50	Conference with M. MacKay, K&E team re litigation strategy (.5); review, analyze document production (3.0).
02/26/25	Matthew Calloway Walker	1.30	Review, analyze correspondence from M. Houseknecht, K&E team re document review (1.1); telephone conference with M. Angarola re same, privilege determination (.2).
02/26/25	Brandon R. Weber	4.20	Review, analyze discovery documents re privilege (2.2); review, analyze discovery documents re responsiveness (2.0).
02/26/25	Amber L. Whipkey	1.90	Draft, analyze document review protocols (.8); review, analyze discovery documents re privilege (1.1).
02/26/25	Amber L. Whipkey	3.40	Review, analyze discovery matters re substantial completion deadline (2.1); review, analyze issues re same (1.3).
02/26/25	Jiange Xiao	3.00	Review, analyze discovery documents re privilege and responsiveness.
02/27/25	Michael Angarola	6.40	Review, analyze discovery documents re responsiveness, privilege and personal identifying information (3.9); review analyze discovery documents re production issues and potential key documents (2.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Bill Arnault, P.C.	7.10	Draft witness list (.3); prepare for conference with Company re same (1.8); review, analyze scheduling order (.2); telephone conference with Company re litigation matters (.5); conference with M. Mackay, K&E team re litigation strategy (.5); telephone conference with Petrillo team re claims litigation (.3); review, analyze liquidation analysis re production issues (1.5); telephone conference with J. Goldfine re discovery (.2); review, analyze discovery and responses (1.7); telephone conference with M. McKane re discovery (.1).
02/27/25	Devika M. Balaram	2.00	Conference with B. Arnault re appeals, litigation work in process (.5); review, analyze background materials re same (1.5).
02/27/25	Anna Therese Beavers	1.40	Review, analyze production documents re responsiveness and privilege.
02/27/25	Keaton Blazer	2.30	Review, analyze discovery documents re production issues.
02/27/25	Danny Brown	0.90	Review and analyze discovery documents re responsiveness and privilege.
02/27/25	Hacibey Catalbasoglu	5.30	Review, analyze discovery documents re responsiveness (3.2); review, analyze discovery documents re privilege (2.1).
02/27/25	Uzo Dike	1.40	Review, analyze discovery documents re responsiveness, privilege (.7); correspond with H. Huang, K&E team re same (.3); prepare and upload document production (.4).
02/27/25	Ashton Dubey	4.60	Review and analyze discovery documents re responsiveness.
02/27/25	Carlos Estrada	6.80	Review, analyze discovery documents re privilege and relevance (3.8); review, analyze potentially discoverable documents (3.0).
02/27/25	Jeffrey Ross Goldfine	1.80	Telephone conference with B. Arnault, K&E team re litigation workstreams (.3); review and analyze draft interrogatory responses (.8); review, analyze contested valuation issues (.7).
02/27/25	Nicole L. Greenblatt, P.C.	0.50	Correspond with M. McKane, K&E team re investigation matters.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Belle A. E. Harris	9.80	Review, analyze documents re discovery issues (3.9); review, analyze discovery documents re contested litigation considerations (3.9); review analyze discovery documents re responsiveness, privilege (2.0).
02/27/25	Shayne Henry	6.70	Review, analyze documents re discovery issues (3.0); conference with Ducera team re document collection (.3); prepare for conference with B. Arnault re litigation strategy (.2); conference with B. Arnault re same (.3); review, analyze interrogatory responses (.3); review, revise privilege review protocol (1.2); coordinate document production (1.0); review, analyze discovery search terms (.4).
02/27/25	Maggie Houseknecht	5.40	Review, analyze discovery documents re responsiveness (3.4); review, analyze discovery documents re production issues (2.0).
02/27/25	Henry Huang	7.80	Draft, revise report re discovery review metrics (1.4); review, analyze privilege review works in process (1.3); review and analyze board meeting documents re production issues (.9); correspond with S. Henry re same (.3); prepare discovery documents re attorney review (1.3); correspond with discovery vendor re document review (.9); organize summary re document review (1.7).
02/27/25	Joshua Lacoste	3.50	Conference with S. Henry re litigation and litigation background (.5); review, analyze background materials re document review protocol (3.0).
02/27/25	Michael David Lehavi	5.40	Review and analyze document review protocol (1.6); review and analyze documents re production issues (3.8).
02/27/25	Chris Leveroni	7.80	Review, analyze documents re production issues (3.9); review, analyze documents re privilege, relevance (3.1); review, analyze discovery review protocol re same (.8).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Melanie MacKay	7.60	Conference with A. Whipkey, K&E team re document review and collections progress and strategy (.5); conference with MoFo team re collection and production of Ducera documents (.5); draft and revise privilege review protocol (2.0); correspond with A. Whipkey and S. Henry re same (.4); review, analyze potentially discoverable documents (.5); review, analyze documents for discovery (2.9); correspond with A. Whipkey and S. Henry re same (.8).
02/27/25	Mark McKane, P.C.	1.60	Conference with Company re litigation matters (.9); prepare for conference with B. Arnault, K&E team re litigation strategy (.2); telephone conference with B. Arnault, K&E team re same (.5).
02/27/25	Brent Daniel Mobbs	4.40	Review, analyze discovery documents re responsiveness, privilege (3.9) review, analyze discovery documents re contested pleadings (.5).
02/27/25	Austin Pennington	2.80	Review, analyze document review protocols (1.0); review, analyze documents re privilege and relevance (1.8).
02/27/25	Michael James Sitcawich	3.50	Review, analyze documents re discovery issues (2.8); draft summary re same (.7).
02/27/25	Eric J. Tarosky	1.40	Review, analyze key documents re litigation issues.
02/27/25	Kyla Elise Taylor	11.40	Review, analyze documents re responsiveness (3.8); review, analyze documents re privilege (3.9); review, analyze documents re potential production (3.7).
02/27/25	Matthew Calloway Walker	1.10	Review, analyze correspondence from M. Angarola, K&E team re document review (1.0); telephone conference with M. Angarola re same (.1).
02/27/25	Brandon R. Weber	4.70	Review, analyze discovery documents re privilege (2.8); review, analyze discovery documents re responsiveness (1.9).
02/27/25	Amber L. Whipkey	2.10	Review, revise document review protocols re privilege.
02/27/25	Amber L. Whipkey	4.60	Review, analyze discovery matters (1.6); review, analyze collection, production review re substantial completion deadline (3.0).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/27/25	Jiange Xiao	1.00	Review, analyze documents re privilege, responsiveness.
02/28/25	Michael Angarola	6.90	Review, analyze documents re responsiveness, privilege and personal identifying information (3.9); review, analyze documents re issue tagging and screening for key documents (3.0).
02/28/25	Michael Angarola	0.80	Conference with K. Blazer, K&E team re document review re privilege.
02/28/25	Bill Arnault, P.C.	0.70	Conference with J. Goldfine, K&E team re discovery schedule (.1); prepare for same (.6).
02/28/25	Bill Arnault, P.C.	1.60	Telephone conference with Petrillo re investigation (.3); review and respond to correspondence with various parties re discovery, document production, witnesses and scheduling (1.3).
02/28/25	Anna Therese Beavers	3.20	Conference with M. MacKay re document review (.3); prepare for same (.4); review, analyze production documents re relevance and privilege (2.5).
02/28/25	Keaton Blazer	0.80	Conference with M. Angarola, K&E team re privilege document review.
02/28/25	Socrates L. Boutsikaris	1.50	Review, analyze privilege review memorandum (.5); conference with K. Blazer, K&E team re privilege document review (.8); review, analyze background materials re litigation (.2).
02/28/25	Danny Brown	4.30	Review and analyze discovery documents re responsiveness (2.0); review, analyze discovery documents re privilege (2.3).
02/28/25	Hacibey Catalbasoglu	0.60	Conference with K. Blazer, K&E team re document review re privilege.
02/28/25	Hacibey Catalbasoglu	4.80	Review, analyze discovery documents re responsiveness and privilege.
02/28/25	Uzo Dike	2.60	Conference with M. MacKay, K&E team re privilege document review (.7); review and analyze case materials re litigation workstreams (1.6); correspond with Veritext team re deposition (.3).
02/28/25	Ashton Dubey	3.30	Review and analyze production documents re responsiveness (2.8); review and analyze privilege review protocol (.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Carlos Estrada	7.20	Review, analyze documents re privilege, relevance (3.8); review, analyze privilege log review protocol (2.6); conference with M. MacKay, K&E team re privilege document review (.8).
02/28/25	Jeffrey Ross Goldfine	4.30	Telephone conference with White & Case team re discovery (.2); attend Akin investigation interview (2.0); telephone conference with Ducera team, Paul Hastings team, D. Hunter, K&E team re litigation issues, contested valuation (.7); telephone conference with Paul Hastings team re same (.2); review, analyze issues re same (.3); telephone conference with B. Arnault, K&E team re same (.5); telephone conference with B. Arnault and J. Klein re investigation (.4).
02/28/25	Belle A. E. Harris	9.70	Review and analyze production documents re litigation issues (3.9); conference with K. Blazer, K&E team re privilege review of documents (.9); prepare for conference with K. Blazer, K&E team re same (1.0); review, analyze privilege document review protocol (3.9).
02/28/25	Grace Hartnett	1.00	Conference with A. Whipkey, S. Henry, K&E team re privilege review protocol.
02/28/25	Shayne Henry	9.60	Oversee document production (2.8); prepare for conference with White & Case team re discovery (.1); conference with White & Case team re same (.4); prepare for conference with B. Harris, K&E team re privilege document review (1.2); conference with B. Harris, K&E team re same (.8); review, revise privilege review protocol (.5); review, analyze confidentiality of documents re production (.5); review, analyze strategic considerations re litigation issues, witnesses, (.6); prepare documents re production (.5); correspond with M. MacKay, K&E team re potentially discoverable documents (.5); correspond with B. Arnault re discovery documents (.3); oversee production of same (1.4).
02/28/25	Maggie Houseknecht	0.60	Conference with S. Henry, K&E team re document review re privilege.
02/28/25	Henry Huang	0.50	Correspond with S. Henry re production issues.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Henry Huang	6.40	Conference with S. Henry, K&E team re privilege document review (.8); conference with S. Lopez, K&E team re contract review re same (.5); review and analyze discovery data (1.2); correspond with discovery vendor re documents for production (1.4); draft summary re discovery production (.8); review, analyze documents re same (1.7).
02/28/25	Jeffrey M. Jacobsen	1.50	Conference with S. Henry, K&E team re document review re privilege (.8); review, analyze case background re litigation (.7).
02/28/25	Joshua Lacoste	2.30	Conference with M. MacKay, K&E team re document review re privilege (.5); review, analyze privilege log protocol, document review protocol (1.8).
02/28/25	Michael David Lehavi	1.70	Review and analyze privilege review protocol (.3); correspond with C. Estrada, K&E team re privilege review (.5); review and analyze documents for production (.9).
02/28/25	Chris Leveroni	5.60	Review, analyze documents re production (3.9); review, analyze documents re privilege (.3); review, analyze issues re same (.8); conference with M. MacKay, K&E team re document review re privilege (.6).
02/28/25	Sean Lopez	10.30	Review, analyze discovery metrics report (.8); prepare for conference with M. MacKay, K&E team re privilege document review (.3); conference with M. MacKay, K&E team re same (.8); prepare for conference with discovery vendor re contract review (.2); conference with discovery vendor re same (.5); review, analyze contract attorney resumes and forms (.4); review, revise privilege log (1.8); draft, revise summary re litigation diligence (1.2); review, analyze considerations re document review (1.5); telephone conference with H. Huang, K&E team re litigation, discovery work in process (.5); prepare for same (.5); draft, revise document review terms (.9); review, analyze considerations re document review fact development (.4); correspond with discovery vendor re document review issue (.5).

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Melanie MacKay	6.70	Conference with A. Whipkey, K&E team re document review and collections (.5); conference with S. Lopez, K&E team re privilege review (.8); conference with H. Huang, K&E team re contract discovery review (.6); correspond with A. Whipkey and S. Henry re privilege review and related protocol (.4); review, analyze potentially discoverable documents (.2); coordinate document review and collections (3.6); correspond with A. Whipkey and S. Henry re same (.6).
02/28/25	Mark McKane, P.C.	1.10	Review, analyze ongoing document productions and litigation schedule (.6); conference with Petrillo team re investigation (.5).
02/28/25	Brent Daniel Mobbs	5.10	Conference with M. MacKay, K&E team re document review re privilege (.8); review, analyze discovery documents re responsiveness and privilege (3.8); review, analyze documents re discovery issues (.5).
02/28/25	Austin Pennington	3.30	Conference with M. MacKay, K&E team re privilege document review (.8); review, analyze discovery documents re privilege, relevance (2.5).
02/28/25	Armando L. Prather	0.80	Review, analyze protocol re privilege materials for document review.
02/28/25	Michael James Sitcawich	2.80	Review, analyze discovery documents re privilege, relevance.
02/28/25	Michael James Sitcawich	1.00	Conference with M. MacKay, K&E team re document review re privilege (.8); review, analyze privilege memorandum (.2).
02/28/25	Eric J. Tarosky	2.00	Attend Akin team investigation interview.
02/28/25	Kyla Elise Taylor	3.10	Review, analyze documents re responsiveness and privilege.
02/28/25	Matthew Calloway Walker	1.40	Review, analyze correspondence from M. Angarola, K&E team re document review (1.0); telephone conference with M. Angarola re same (.4).
02/28/25	Brandon R. Weber	0.20	Review, analyze correspondence from M. McKay re potentially privileged or discoverable documents.

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Litigation

Invoice Number: 1050116051
Matter Number: 58395-23

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/28/25	Amber L. Whipkey	4.80	Review, analyze discovery matters (2.6); review, analyze collection, document review re substantial completion deadline (2.2).
02/28/25	Amber L. Whipkey	1.70	Conference with J. Xiao, K&E team re document review re privilege (.8); prepare for same (.9).
02/28/25	Jiange Xiao	1.00	Conference with A. Whipkey, K&E team re document review re privilege (.8); review, analyze documents re privilege, relevance (.2).
02/28/25	Yi Zhang	2.00	Review and analyze protocol re document review (1.2); conference with A. Whipkey, K&E team re same (.8).
Total		809.40	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116052
Client Matter: 58395-24

In the Matter of Non-Working Travel

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	\$ 49,145.50
Total legal services rendered	\$ 49,145.50

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Non-Working Travel

Invoice Number: 1050116052
 Matter Number: 58395-24

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Ziv Ben-Shahar	3.80	1,195.00	4,541.00
Nicole L. Greenblatt, P.C.	1.50	2,595.00	3,892.50
Derek I. Hunter	3.00	1,735.00	5,205.00
Maddison Levine	2.00	1,465.00	2,930.00
Mark McKane, P.C.	4.60	2,265.00	10,419.00
Brian Nakhaimousa	2.50	1,465.00	3,662.50
Sarah Osborne	1.50	1,065.00	1,597.50
Joshua Raphael	2.00	1,195.00	2,390.00
Josh Sussberg, P.C.	4.90	2,595.00	12,715.50
Mary Catherine Young	1.50	1,195.00	1,792.50
TOTALS	27.30		\$ 49,145.50

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Non-Working Travel

Invoice Number: 1050116052
Matter Number: 58395-24

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Ziv Ben-Shahar	1.50	Travel from Chicago, IL to Wilmington, DE re disclosure statement hearing (billed at half time).
02/18/25	Nicole L. Greenblatt, P.C.	1.50	Travel from New York, NY to Wilmington, DE re disclosure statement hearing (billed at half time).
02/18/25	Derek I. Hunter	1.50	Travel from New York, NY to Wilmington, DE re disclosure statement hearing (billed at half time).
02/18/25	Maddison Levine	1.00	Travel from New York, NY to Wilmington, DE re disclosure statement hearing (billed at half time).
02/18/25	Mark McKane, P.C.	1.80	Travel from San Francisco, CA to Wilmington, DE re disclosure statement hearing (billed at half time).
02/18/25	Brian Nakhaimousa	1.30	Travel from New York, NY to Wilmington, DE (billed at half time).
02/18/25	Sarah Osborne	1.00	Travel from New York, NY to Wilmington, DE re disclosure statement hearing (billed at half time).
02/18/25	Joshua Raphael	1.00	Travel from New York, NY to Wilmington, Delaware re disclosure statement hearing (billed at half time).
02/18/25	Josh Sussberg, P.C.	0.50	Travel from New York, NY to Wilmington DE re disclosure statement hearing (billed at half time).
02/18/25	Mary Catherine Young	0.80	Travel from New York, NY to Wilmington, DE re disclosure statement hearing (billed at half time).
02/19/25	Ziv Ben-Shahar	2.30	Travel from Wilmington, DE to Chicago, IL re disclosure statement hearing (billed at half time).
02/19/25	Derek I. Hunter	1.50	Travel from Wilmington, DE to New York, NY re disclosure statement hearing (billed at half time).
02/19/25	Maddison Levine	1.00	Travel from Wilmington, DE to New York, NY re disclosure statement hearing (billed at half time).

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Non-Working Travel

Invoice Number: 1050116052
 Matter Number: 58395-24

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/19/25	Mark McKane, P.C.	2.80	Travel from Wilmington, DE to San Francisco, CA re disclosure statement hearing (billed at half time).
02/19/25	Brian Nakhaimousa	1.20	Travel from Wilmington, DE to New York, NY (billed at half time).
02/19/25	Sarah Osborne	0.50	Travel from Wilmington, DE to New York, NY re disclosure statement hearing (billed at half time).
02/19/25	Joshua Raphael	1.00	Travel from Wilmington, DE to New York, NY re disclosure statement hearing (billed at half time).
02/19/25	Josh Sussberg, P.C.	2.00	Travel from Wilmington, DE to New York, NY re disclosure statement hearing (billed at half time).
02/19/25	Mary Catherine Young	0.70	Travel from Wilmington, DE to New York, NY re disclosure statement hearing (billed at half time).
02/24/25	Josh Sussberg, P.C.	1.20	Travel from New York, NY to Miami, FL re meetings with lender counsel (billed at half time).
02/25/25	Josh Sussberg, P.C.	1.20	Travel from Miami, FL to New York, NY re meetings with lender counsel (billed at half time).
Total		27.30	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116053
Client Matter: 58395-25

In the Matter of Creditors’ Committee Matters

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	\$ 11,232.00
Total legal services rendered	\$ 11,232.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Creditors' Committee Matters

Invoice Number: 1050116053
 Matter Number: 58395-25

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Aislinn Comiskey	0.20	880.00	176.00
Nicole L. Greenblatt, P.C.	0.80	2,595.00	2,076.00
Derek I. Hunter	1.00	1,735.00	1,735.00
Maddison Levine	3.20	1,465.00	4,688.00
Mark McKane, P.C.	0.70	2,265.00	1,585.50
Brian Nakhaimousa	0.50	1,465.00	732.50
Mary Catherine Young	0.20	1,195.00	239.00
TOTALS	6.60		\$ 11,232.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Creditors' Committee Matters

Invoice Number: 1050116053
Matter Number: 58395-25

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/14/25	Aislinn Comiskey	0.20	Correspond with M. Levine, K&E team re UCC notice of appointment.
02/14/25	Maddison Levine	0.70	Review, analyze UCC notice of appointment (.3); review, revise summary re same (.2); correspond with A. Comiskey, K&E team re same (.2).
02/16/25	Maddison Levine	0.80	Telephone conference with D. Hunter, K&E team, UCC re case status, open items (.5); prepare for same (.3).
02/16/25	Brian Nakhaimousa	0.50	Conference with D. Hunter, K&E team PSZJ re background, settlement, case issues.
02/17/25	Maddison Levine	0.50	Review, revise UCC support letter (.3); correspond with M. Beauchamp, K&E team re same (.2).
02/23/25	Nicole L. Greenblatt, P.C.	0.80	Conference with PSZJ and Paul Hastings re potential estate causes of action (.5); correspond with D. Hunter, K&E team re same (.3).
02/23/25	Derek I. Hunter	1.00	Telephone conference with M. Levine, K&E team, PSZJ re intercompany transfers (.5); review, analyze materials re same (.5).
02/23/25	Maddison Levine	1.20	Telephone conference with D. Hunter, K&E team, PSZJ team re status, open items (.5); review, analyze intercompany transfer files re same (.4); correspond with Alix team re same (.3).
02/25/25	Mary Catherine Young	0.20	Conference with S. Osborne re UCC consent rights.
02/27/25	Mark McKane, P.C.	0.30	Review, analyze UCC settlement issues.
02/28/25	Mark McKane, P.C.	0.40	Review, analyze UCC issues with pending settlement.
Total		6.60	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116054
Client Matter: 58395-26

In the Matter of Employee and Labor Matters

For legal services rendered through February 28, 2025 (see attached Description of Legal Services for detail)	\$ 18,497.00
Total legal services rendered	\$ 18,497.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Employee and Labor Matters

Invoice Number: 1050116054
 Matter Number: 58395-26

Summary of Hours Billed

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Michael Beauchamp	3.10	1,065.00	3,301.50
Caroline Buthe	0.40	880.00	352.00
Julia Fletcher	0.60	880.00	528.00
Nicole L. Greenblatt, P.C.	1.50	2,595.00	3,892.50
Maddison Levine	1.80	1,465.00	2,637.00
Brian Nakhaimousa	0.60	1,465.00	879.00
Scott D. Price, P.C.	2.30	2,465.00	5,669.50
Michael A. Sloman	0.90	1,375.00	1,237.50
TOTALS	11.20		\$ 18,497.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Employee and Labor Matters

Invoice Number: 1050116054
Matter Number: 58395-26

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
02/18/25	Michael Beauchamp	1.70	Review, analyze wages motion, related materials re employee compensation (.5); draft summary re same (.9); correspond with M. Sloman, K&E team re same (.3).
02/18/25	Maddison Levine	0.50	Correspond with Company, M. Sloman, K&E team re employee matters, insider analysis (.3); review, analyze issues re same (.2).
02/18/25	Michael A. Sloman	0.50	Review, analyze considerations re employee compensation.
02/24/25	Michael Beauchamp	1.40	Review, analyze wages motion, related materials re employee compensation considerations (.3); draft summary re same (.7); correspond with M. Sloman, K&E team re same (.4).
02/24/25	Nicole L. Greenblatt, P.C.	0.50	Review, analyze employee compensation matters.
02/24/25	Michael A. Sloman	0.40	Review, analyze considerations re employee bonuses, insider status.
02/25/25	Caroline Buthe	0.40	Review, analyze employment contracts.
02/25/25	Maddison Levine	0.40	Review, analyze employee engagement letters (.3); correspond with B. Nakhaimousa, K&E team re same (.1).
02/26/25	Julia Fletcher	0.60	Review, analyze wages motion re staffing agency considerations.
02/27/25	Nicole L. Greenblatt, P.C.	1.00	Conference with S. Price re incentive plan issues and related analysis.
02/27/25	Maddison Levine	0.90	Correspond and conference with S. Price, K&E team, Alix team re LTIP (.5); review, analyze plans re same (.4).
02/27/25	Brian Nakhaimousa	0.60	Conference with S. Price, K&E team re employee compensation matters (.5); correspond with S. Price, K&E team re same (.1).
02/27/25	Scott D. Price, P.C.	2.30	Review and analyze incentive plan issues (1.3); conference with N. Greenblatt re same (1.0).
Total		11.20	

KIRKLAND & ELLIS LLP
AND AFFILIATED PARTNERSHIPS

601 Lexington Avenue
New York, NY 10022

FEIN 36-1326630

April 25, 2025

Franchise Group Inc.
109 Innovation Court Suite J
Delaware, OH 43015

Attn: Tiffany McMillan-McWaters

Invoice Number: 1050116055
Client Matter: 58395-27

In the Matter of Expenses

For expenses incurred through February 28, 2025 (see attached Description of Expenses for detail)	<u>\$ 60,217.02</u>
Total expenses incurred	\$ 60,217.02

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050116055
 Matter Number: 58395-27

Description of Expenses

<u>Description</u>	<u>Amount</u>
Standard Copies or Prints	621.00
Color Copies or Prints	342.65
Local Transportation	537.17
Travel Expense	6,589.00
Airfare	6,518.64
Transportation to/from airport	444.30
Travel Meals	908.40
Other Travel Expenses	76.00
Court Reporter Fee/Deposition	1,861.80
Other Court Costs and Fees	39,077.65
Westlaw Research	2,135.52
LexisNexis Research	214.44
Overtime Transportation	448.48
Overtime Meals - Attorney	411.07
Computer Database Research - Soft	30.90
Total	\$ 60,217.02

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Description of Expenses

Standard Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/16/25	Standard Copies or Prints	1.20
02/17/25	Standard Copies or Prints	395.40
02/17/25	Standard Copies or Prints	0.10
02/17/25	Standard Copies or Prints	3.60
02/18/25	Standard Copies or Prints	0.20
02/19/25	Standard Copies or Prints	10.90
02/20/25	Standard Copies or Prints	0.10
02/20/25	Standard Copies or Prints	0.30
02/20/25	Standard Copies or Prints	3.80
02/21/25	Standard Copies or Prints	6.50
02/21/25	Standard Copies or Prints	0.70
02/24/25	Standard Copies or Prints	123.20
02/25/25	Standard Copies or Prints	2.00
02/25/25	Standard Copies or Prints	2.00
02/25/25	Standard Copies or Prints	1.90
02/25/25	Standard Copies or Prints	2.00
02/25/25	Standard Copies or Prints	2.00
02/25/25	Standard Copies or Prints	5.70
02/25/25	Standard Copies or Prints	11.70
02/25/25	Standard Copies or Prints	14.80
02/25/25	Standard Copies or Prints	2.00
02/26/25	Standard Copies or Prints	0.10
02/26/25	Standard Copies or Prints	3.70
02/27/25	Standard Copies or Prints	26.40
02/28/25	Standard Copies or Prints	0.70
	Total	621.00

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050116055
 Matter Number: 58395-27

Color Copies or Prints

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/16/25	Color Copies or Prints	1.10
02/17/25	Color Copies or Prints	69.30
02/17/25	Color Copies or Prints	255.75
02/20/25	Color Copies or Prints	6.05
02/21/25	Color Copies or Prints	2.20
02/25/25	Color Copies or Prints	3.85
02/25/25	Color Copies or Prints	0.55
02/25/25	Color Copies or Prints	0.55
02/27/25	Color Copies or Prints	2.75
02/28/25	Color Copies or Prints	0.55
	Total	342.65

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050116055
 Matter Number: 58395-27

Local Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/18/25	Josh Sussberg, P.C. - Taxi to hearing in Wilmington, DE.	72.76
02/18/25	Brian Nakhaimousa - Brian Nakhaimousa - Brian Nakhaimousa, Taxi, Travel to Wilmington, Delaware. 02/18/2025	30.67
02/18/25	Maddison Levine - Taxi, Transportation to train station for hearing in Wilmington, DE	27.91
02/18/25	Derek I. Hunter - Taxi from train station in Wilmington, DE to hotel.	17.75
02/18/25	Brian Nakhaimousa, Taxi, Travel to train station for hearing in Wilmington, DE	12.50
02/18/25	Sarah Osborne -Taxi from train station in Wilmington, DE to hotel.	17.42
02/19/25	Mary Catherine Young - Taxi from court to train station in Wilmington, DE.	11.64
02/19/25	Mary Catherine Young - Taxi from home in New York, NY to train station.	21.54
02/19/25	Derek I. Hunter - Taxi home from New York, NY train station.	48.45
02/19/25	Derek I. Hunter - Taxi to courthouse from hotel in Wilmington, DE.	20.36
02/19/25	Sarah Osborne - Taxi from hotel to train station in Wilmington, DE.	17.28
02/19/25	Maddison Levine, Taxi home from New York, NY train station	30.88
02/19/25	Brian Nakhaimousa, Taxi home from New York, NY train station	20.14
02/19/25	Derek I. Hunter - Taxi from court to train station in Wilmington, DE.	17.28
02/19/25	Brian Nakhaimousa, Taxi from courthouse in Wilmington, DE to train station.	32.36
02/28/25	VITAL TRANSPORTATION SERVICES INC - (Package) Josh Sussberg - Kirkland New York NY 10022 to 47 Harvest Drive Scarsdale NY 10583 02/14/2025	138.23
	Total	537.17

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Travel Expense

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/18/25	Nicole L. Greenblatt, P.C. - Lodging, Wilmington, DE for Franchise Hearing.	658.90
02/18/25	Brian Nakhaimousa, Lodging, Wilmington, DE for Franchise Hearing	658.90
02/18/25	Sarah Osborne - Lodging, Wilmington, DE for Franchise hearing.	658.90
02/19/25	Josh Sussberg, P.C. - Lodging, Wilmington, DE for Franchise hearing.	658.90
02/19/25	Mary Catherine Young - Lodging, Wilmington, DE for Franchise hearing.	658.90
02/19/25	Derek I. Hunter - Lodging, Wilmington, DE for Franchise hearing.	658.90
02/19/25	Mark McKane, Lodging, Wilmington, DE, Wilmington, DE for Franchise Hearing.	658.90
02/19/25	Maddison Levine, Lodging, Wilmington, DE, Franchise Hearing.	658.90
02/19/25	Brian Nakhaimousa, Lodging, Wilmington, DE for Franchise Hearing.	658.90
02/19/25	Ziv Ben-Shahar, Lodging, Wilmington, DE, Wilmington, DE for Franchise Hearing.	658.90
	Total	6,589.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Airfare

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/14/25	Josh Sussberg, P.C. - Rail, Wilmington, DE to attend client hearings.	328.00
02/14/25	Nicole L. Greenblatt, P.C. - Rail, New York, NY to Wilmington, DE to attend Franchise Hearing.	616.00
02/14/25	Derek I. Hunter - Rail, Wilmington, DE to attend Court hearing and client meeting.	318.60
02/14/25	Mark McKane, Airfare (coach), San Francisco to Wilmington, DE to attend Court hearing and client meeting.	1,184.54
02/14/25	Maddison Levine, Rail, Attend hearing in Wilmington, Delaware	616.00
02/14/25	Ziv Ben-Shahar - Agency Fee, Trip to Wilmington, DE for a hearing.	58.00
02/14/25	Brian Nakhaimousa, Rail, Travel to Wilmington, Delaware.	656.00
02/17/25	Ziv Ben-Shahar - Airfare, Chicago, IL to Wilmington, DE for a hearing.	901.20
02/18/25	Mary Catherine Young - Rail, New York, NY to Wilmington, DE for court hearing.	421.20
02/18/25	Sarah Osborne - Rail, New York, NY to Wilmington, DE for court hearing.	222.00
02/19/25	Brian Nakhaimousa, Rail, Wilmington, DE to NYC, Penn Station to Wilmington, DE.	146.00
02/19/25	Josh Sussberg, P.C. - Rail, Wilmington, DE to Stamford, CT to attend client hearings.	553.00
02/19/25	Mary Catherine Young - Rail, Wilmington, DE to New York, NY attend Court hearing and client meeting.	37.80
02/19/25	Derek I. Hunter - Rail, Wilmington, DE to New York, NY to attend Court hearing and client meeting.	(23.20)
02/19/25	Derek I. Hunter - Rail, Wilmington, DE to New York, NY to attend Court hearing and client meeting. 2/14/2025	184.30
02/19/25	Maddison Levine, Rail, Wilmington, DE to New York, NY, attend Court hearing and client meeting.	146.00
02/19/25	Derek I. Hunter - Rail, Wilmington, DE to New York, NY to attend Court hearing and client meeting. 2/19/2025	153.20
	Total	6,518.64

Legal Services for the Period Ending February 28, 2025
 Franchise Group Inc.
 Expenses

Invoice Number: 1050116055
 Matter Number: 58395-27

Transportation to/from airport

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/18/25	Ziv Ben-Shahar - Transportation from Airport to hotel, Trip to Wilmington, DE for a hearing.	135.51
02/18/25	Ziv Ben-Shahar - Transportation to Airport from home, Trip to Wilmington, DE for a hearing.	115.46
02/19/25	Ziv Ben-Shahar - Transportation from Airport to home, Trip to Wilmington, DE for a hearing.	119.23
02/19/25	Ziv Ben-Shahar - Transportation to Airport from courthouse, Trip to Wilmington, DE for a hearing.	74.10
	Total	444.30

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Travel Meals

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/18/25	Josh Sussberg, P.C. - Hotel - Travel Meals, Wilmington, DE to attend client hearings; meals for Josh Sussberg, Nicole L. Greenblatt, Derek I. Hunter, Maddison Levine, Brian Nakhaimousa.	415.74
02/18/25	Ziv Ben-Shahar - Travel Meals, Chicago, IL to Wilmington, DE for hearing.	25.29
02/18/25	Mary Catherine Young - Travel Meals, New York Lunch before train.	27.82
02/18/25	Mark McKane, Travel Meals, San Francisco Hearing	18.96
02/19/25	Josh Sussberg, P.C. - Hotel - Travel Meals, Wilmington, DE to attend client hearings; meals for Josh Sussberg, Derek I. Hunter, Nicole L. Greenblatt, Mark McKane.	112.73
02/19/25	Josh Sussberg, P.C. -Travel Meals, Wilmington, DE to attend client hearings; meals for Josh Sussberg, Mary Catherine Young, Brian Nakhaimousa, Joshua Raphael, Derek I. Hunter, Maddison Levine.	221.00
02/19/25	Ziv Ben-Shahar - Travel Meals, Chicago, IL to Wilmington, DE for a hearing.	26.62
02/19/25	Mark McKane, Travel Meals, Philadelphia Hearing	54.18
02/19/25	Ziv Ben-Shahar - Travel Meals, Chicago, IL to Wilmington, DE for a hearing.	6.06
	Total	908.40

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Other Travel Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/19/25	Mark McKane, Parking, San Francisco Hearing	76.00
	Total	76.00

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Court Reporter Fee/Deposition

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/24/25	RELIABLE WILMINGTON - Transcript order	1,861.80
	Total	1,861.80

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Other Court Costs and Fees

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/25/25	Miller Advertising Agency Inc - Publication of Franchise Group Confirmation Notice in the Wall Street Journal	39,077.65
	Total	39,077.65

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Westlaw Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/21/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Comiskey, Aislinn on 2/21/2025	28.33
02/24/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 2/24/2025	334.59
02/26/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 2/26/2025	276.08
02/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Fletcher, Julia Anne on 2/27/2025	91.49
02/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Ben-Shahar, Ziv on 2/27/2025	86.29
02/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 2/27/2025	85.06
02/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 2/27/2025	408.18
02/27/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Messing, Brian on 2/27/2025	28.33
02/28/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Young, Mary Catherine on 2/28/2025	84.97
02/28/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Tur-Sinai Gozal, Luz on 2/28/2025	316.79
02/28/25	THOMSON REUTERS - WEST PUBLISHING CORP - WESTLAW Research Charges by Black, Jacob on 2/28/2025	395.41
	Total	2,135.52

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

LexisNexis Research

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/16/25	RELX Inc DBA LexisNexis - LexisNexis Research on 2/16/2025 by Dominick Manetta	214.44
	Total	214.44

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Overtime Transportation

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/16/25	Caroline Buthe, Taxi, overtime transportation from office to home.	32.80
02/16/25	Caroline Buthe, Taxi, overtime transportation from office to home.	31.62
02/16/25	Maddison Levine, Taxi, Overtime transportation from office to home. 2/15/2025	25.90
02/17/25	Maddison Levine, Taxi, Overtime transportation from office to home. 2/16/2025	23.94
02/17/25	Michael A. Sloman - Taxi, overtime transportation from office to home.	66.21
02/17/25	Derek I. Hunter, Taxi, from office to home.	27.30
02/17/25	Derek I. Hunter, Taxi, to K&E office. Prepare & attend client meeting.	41.61
02/17/25	Mary Catherine Young - Taxi, overtime transportation from office to home.	18.95
02/18/25	Maddison Levine, Taxi, Overtime transportation from office to home. 2/17/2025	23.97
02/20/25	Maddison Levine, Taxi, Overtime transportation from office to home.	31.76
02/26/25	Brandon R. Weber, Taxi, Overtime transportation from office to home.	105.17
02/26/25	Maggie Houseknecht, Taxi, Overtime transportation from office to home.	19.25
	Total	448.48

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Overtime Meals - Attorney

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/16/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 2/16/2025 OT Meal 2025-02-16	33.15
02/16/25	GRUBHUB HOLDINGS INC - Levine Maddison 2/16/2025 OT Meal.	52.50
02/16/25	GRUBHUB HOLDINGS INC - Golden Rachel 2/16/2025 OT Meal.	52.50
02/16/25	GRUBHUB HOLDINGS INC - Levine Maddison 2/16/2025 OT Meal 2025-02-16	33.15
02/16/25	GRUBHUB HOLDINGS INC - Levine Maddison 2/15/2025 OT Meal 2025-02-16	32.35
02/16/25	GRUBHUB HOLDINGS INC - Buthe Caroline 2/16/2025 OT Meal	37.45
02/16/25	GRUBHUB HOLDINGS INC - Buthe Caroline 2/16/2025 OT Meal	37.76
02/16/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 2/15/2025 OT Meal 2025-02-16	47.37
02/16/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 2/15/2025 OT Meal 2025-02-16	32.34
02/16/25	GRUBHUB HOLDINGS INC - Nakhaimousa Brian 2/16/2025 OT Meal.	52.50
	Total	411.07

Legal Services for the Period Ending February 28, 2025
Franchise Group Inc.
Expenses

Invoice Number: 1050116055
Matter Number: 58395-27

Computer Database Research - Soft

<u>Date</u>	<u>Description</u>	<u>Amount</u>
02/01/25	PACER Usage for 02/2025	6.70
02/01/25	PACER Usage for 02/2025	3.10
02/01/25	PACER Usage for 02/2025	19.30
02/01/25	PACER Usage for 02/2025	1.80
	Total	30.90

TOTAL EXPENSES **\$ 60,217.02**